

Fill in this information to identify your case:

United States Bankruptcy Court for the:

EASTERN DISTRICT OF VIRGINIA

Case number (if known) Chapter **11**

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name **Saxon Shoes, Incorporated**

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) **54-0560987**

4. Debtor's address Principal place of business Mailing address, if different from principal place of business

**11800 W Broad Street, # 2750
Henrico, VA 23233**

Number, Street, City, State & ZIP Code

Henrico
County

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) **www.saxonshoes.com**

6. Type of debtor
☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify:

Debtor **Saxon Shoes, Incorporated**
Name

Case number (if known)

7. Describe debtor's business**A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

4482**8. Under which chapter of the Bankruptcy Code is the debtor filing?****Check one:**

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. **Check all that apply:**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☒ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐ No
- ☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	Saxon Shoes Spotsylvania, LLC	Relationship	Affiliate
District	EDVA	When	8/14/20
		Case number, if known	_____

Debtor

Saxon Shoes, Incorporated

Name

Case number (if known)

Debtor **Saxon Shoes, Incorporated** Case number (if known) _____
Name

11. Why is the case filed in this district? *Check all that apply:*
- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?
- ☒ No
- ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
- Why does the property need immediate attention?** (*Check all that apply.*)
- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____
- Where is the property?** _____
Number, Street, City, State & ZIP Code
- Is the property insured?**
- ☐ No
- ☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds *Check one:*
- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors
- | | | |
|---|--|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input checked="" type="checkbox"/> 200-999 | | |

15. Estimated Assets
- | | | |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities
- | | | |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor **Saxon Shoes, Incorporated**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **August 14, 2020**
MM / DD / YYYY

X /s/ Gary L. Weiner
Signature of authorized representative of debtor

Title **President**

Gary L. Weiner
Printed name

18. Signature of attorney

X /s/ Paula S. Beran
Signature of attorney for debtor

Date **August 14, 2020**
MM / DD / YYYY

Paula S. Beran
Printed name

Tavenner & Beran, PLC
Firm name

**20 North 8th Street
Second Floor
Richmond, VA 23219**

Number, Street, City, State & ZIP Code

Contact phone **804-783-8300**

Email address **pberan@tb-lawfirm.com**

34679 VA
Bar number and State

Fill in this information to identify the case:

Debtor name **Saxon Shoes, Incorporated**
 United States Bankruptcy Court for the: **EASTERN DISTRICT OF VIRGINIA**
 Case number (if known): _____

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Aetrex Worldwide, Inc. ATTN: Mary Deresky 414 Alfred Avenue Teaneck, NJ 07666	mderesky@aetrex.com					\$42,127.61
Atlantic Union Bank Central Va - Commercial Banking 1051 East Cary Street, Suite 1200 Richmond, VA 23219	mailto:John.Lester@AtlanticUnionBank.com		Contingent			\$300,800.00
Birkenstock USA LP 15079 Collections Center Drive Chicago, IL 60693-0150	dkahan@birkenstockusa.com					\$16,262.22
Deckers Outdoor Corporation P.O. Box 8424 Pasadena, CA 91109-8424	Kiyah.nelson-bakke@deckers.com					\$18,099.48
Earth, Inc. P.O. Box 417263 Boston, MA 02241-7263	anthony.tempesta@earthbrands.com					\$18,513.47
Genesco Inc. 4008 Reliable Parkway Chicago, IL 60686	BMATTHEWS@genesco.com					\$20,402.72
John G. Mull and Wilma B. Mull 5434 Fallman Drive Mechanicsville, VA 23111						\$400,000.00

Debtor **Saxon Shoes, Incorporated**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Naot Yaleet Inc. 80 Ruland Road, Suite 2 Melville, NY 11747	llinetveit@yaleet.net					\$37,440.24
New Balance Athletic Shoe P.O. Box 415206 Boston, MA 02241-5206	Maria.Roque@newbalance.com					\$46,576.67
On Inc. P.O. Box 734250 Chicago, IL 60673-4250	morgan.pfunder@on-running.com					\$26,669.06
Phoenix Footwear Group Dept #41677 PO Box 650823 Dallas, TX 75265	rgilliam@phxg.com					\$18,558.75
Promotional Consideration iPROMOTEu PO Box 200896 Pittsburgh, PA 15251-0896	scaruso@ipromoteu.com					\$29,968.36
Rangoni Firenze Shoes 6199 Cornerstone Court East Suite 106 San Diego, CA 92121						\$17,116.15
Richmond Times Dispatch P.O. Box 27775 Richmond, VA 23261-7775	athomas@timesdispatch.com					\$22,940.80
Short Pump Town Center, LLC P.O. Box 72054 Cleveland, OH 44192-0054	Natalie.Battisti@brookfieldpropertiesretail.com					\$217,160.84
Spotsylvania Towne Centre P.O. Box 932400 Cleveland, OH 44193	WSheely@cafarocompany.com					\$61,846.70
The Rockport Company P.O. Box 936652 Atlanta, GA 31193-6652	Samantha.Hancock@rockport.com					\$34,836.61

Debtor **Saxon Shoes, Incorporated**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Vera Bradley Designs, Inc. 12420 Stonebridge Road Roanoke, IN 46783	AHolley@verabradley.com					\$28,116.05
Wolff Shoe Company P.O. Box 14663 Main Post Office St. Louis, MO 63195	larry.storz@wolffshoe.com					\$49,229.75
Wolverine World Wide, Inc. 25759 Network Place Chicago, IL 60673-1257	corinne.mastrojohn_IC@wwwinc.com					\$72,000.00

**United States Bankruptcy Court
Eastern District of Virginia**

In re **Saxon Shoes, Incorporated**

Debtor(s)

Case No.
Chapter

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Amanda P. Weiner 4707 Wythe Avenue Richmond, VA 23226		37,522	Ownership
Beth Weiner 580 Raleigh Manor Road Henrico, VA 23229		40,000	Ownership
Cafaro Irrevocable Agreement Trust Attn: Will Cafaro 2445 Belmont Ave Youngstown, OH 44504-0186		100,000	Ownership
Cory A. Weiner 580 Raleigh Manor Road Henrico, VA 23229		37,522	Ownership
Evan S. Weiner 1702 Bridgewater Court Maidens, VA 23102		37,522	Ownership
Gary Weiner 580 Raleigh Manor Road Henrico, VA 23229		497,434	Ownership

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **President** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **August 14, 2020**

Signature **/s/ Gary L. Weiner**
Gary L. Weiner

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

Adidas Sales, Inc.
DEPT CH 19361
Palatine, IL 60055-9405

Aetrex Worldwide, Inc.
ATTN: Mary Deresky
414 Alfred Avenue
Teaneck, NJ 07666

Aetrex Worldwide, Inc.
Larry Schwartz, CEO
414 Alfred Avenue
Teaneck, NJ 07666

Affinity Express, Inc.
P.O. Box 74008403
Chicago, IL 60674-8403

AGS Footwear Group
P.O. Box 6444
11234 Air Park Road
Ashland, VA 23005-6444

Ahmet Karacac Ikitelli OSB
Mah Aymakoop San, Sit. B-7 Blok No: 81
Basajesehir/Istanbul TURKEY

Alhussaini, Subhan
11763 Parsons Walk Court
Glen Allen, VA 23059

Allen Edmonds
PO Box 744258
Atlanta, GA 30374

American Express National Bank
4315 South 2700 West
Salt Lake City, UT 84184

Anastasia's Designs
12223 Valleybrook Drive
Henrico, VA 23233

Antelope Inc.
523 East Putnam Avenue, Suite 21
Greenwich, CT 06830

Arcopedico Simco Imported Shoes. Inc.
1480 Kleppe Lane
Sparks, NV 89431

Ariat International, Inc.
P.O. Box 201282
Dallas, TX 75320

Asics America Corporation
P.O. Box 827483
Philadelphia, PA 19182-7483

Atlantic Union Bank
Central Va - Commercial Banking
1051 East Cary Street, Suite 1200
Richmond, VA 23219

Ayala, Alhyson
9607 Peppertree Dr.
richmond, VA 23238

Badorf Shoe Company
P.O. Box 367
Lititz, PA 17543

Baerchi SA
CR/DE Portillo
13 Fuensalida Toledo
45510, Spain

Baker, Skylar
5252 Harvest Glen Drive
Glen Allen, VA 23059

Balderson, Sydney
10815 Orchard St
Fairfax, VA 22030

Barck, Alexis
10917 Dominion Fairways Lane
Glen Allen, VA 23059

Barden, Amber
7803 Winding Ash Place
Chesterfield, VA 23832

Beautifeel USA
21822 Lassen St., Suite J
Chatsworth, CA 91311

Biegler & Associates, P.C.
5911 West Broad Street
Richmond, VA 23230

Birkenstock USA LP
15079 Collections Center Drive
Chicago, IL 60693-0150

Blackburn, William
9284 Hanover Crossing Drive
Apt E
Mechanicsville, VA 23116

Bloom, Tucker
1506 Baysdale Ln
Henrico, VA 23229

Blue Gem Sunglasses, Inc.
6381-B Rose Lane
Carpinteria, CA 93013

Born Shoe Co.
P.O. Box 26802
New York, NY 10087-6802

Brooks Sports, Inc.
P.O. Box 94353
Seattle, WA 98124-6653

Bussola Style USA
8424 Santa Monica Blvd., #A865
Los Angeles, CA 90069

Cafaro Irrevocable Agreement Trust
Attn: Will Cafaro
2445 Belmont Ave
Youngstown, OH 44504-0186

Cagle, Emily
238 Lauradell Rd.
Ashland, VA 23005

Caleres
P.O. Box 281777
Atlanta, GA 30384-1777

Calzados Boss SL
CALLE MONTE PERDIGUERO
1 26500 CALAHORRA, Spain

Calzados Ilisol S.L.
Partida Pena las Aguilas
pol. 3 95A
03296 Elche Alicante

Casitas A Footwear Company, Inc.
J D Factors, LLC
P.O. Box 3428
Palos Verdes, CA 90274

Cavalcanti, Aline
4705 RADFORD AVE
RICHMOND, VA 23230

Celerant Technology Corp
4830 Arthur Kill Road
Staten Island, NY 10309

Celerant Technology Corporation
Ian Goldman, CEO
4830 Arthur Kill Road
Staten Island, NY 10309

Chainson Footwear, Inc.
301 N. Rice Avenue
Oxnard, CA 93030

Chase Paymentech
Attn: Legal Dep't
14221 Dallas Parkway
Dallas, TX 75254

Cheeley, Elizabeth
15134 Abner Church Road
Glen Allen, VA 23059

Chocolat Blu
The CIT Group
P.O. Box 1036
Charlotte, NC 28201-1036

CHTD Company
P.O. Box 2576
Springfield, IL 62708

Cicero, Abigail
12275 South Anna Drive
Rockville, VA 21346

Clarks
P.O. Box 415388
Boston, MA 02241-5388

Clarks
P.O. Box 415388
Boston, MA 02241

CNI. INC
2503 Tanglebrook Road
Midlothian, VA 23112

Columbia Gas
P.O. Box 70319
Philadelphia, PA 19176-0319

Columbia Sportswear USA
P.O. Box 935641
Atlanta, GA 31193-5641

Comcast
P.O. Box 70219
Philadelphia, PA 19176-0219

Conexis
P.O. Box 8363
Pasadena, CA 91109-8363

Cox Business Services
PO Box 53249
Phoenix, AZ 85072-3249

Cox, Catherine
1315 Stoneycreek Dr.
Richmond, VA 23238

Dansko Inc.
33 Federal Road
West Grove, PA 19390

Deck, Lauren
1710 EAST BROAD ST
APT 217
RICHMOND, VA 23223

Deckers Outdoor Corporation
P.O. Box 8424
Pasadena, CA 91109-8424

Deer Stags
Wells Fargo Trade Capital Srvc
P.O. Box 842674
Boston, MA 02284-2674

Department of Finance
Lockbox 4732
P.O. Box 90790
Henrico, VA 23228-0790

Doggett, Bettye
P O Box 42228
Richmond, VA 23224

Dominion Virginia Power
P.O. Box 26543
Richmond, VA 23290-0001

Dr. Martens
Airwair USA LLC
Dept 3259
PO BOX 123259
Dallas, TX 75312

Dyeables
45 Centre Road
Somersworth, NH 03878

Earth, Inc.
P.O. Box 417263
Boston, MA 02241-7263

Ecco USA, Inc.
P.O. Box 83360
Woburn, MA 01813-3360

Effectv
PO Box 415949
Boston, MA 02241-5949

Entercom Richmond
P.O. Box 92911
Cleveland, OH 44194

Estock, Thomas
2920 Bywater Dr
Apt 111
Henrico, VA 23233

Estrada Footware
3524 Griffith Saint Laurent
QC, Canada H4T 1A7

Etzold III, Robert
13924 Collington Mews
Midlothian, VA 23112

Evolutions Footwear
The CIT Group
P.O. Box 1036
Charlotte, NC 28201-1036

Excelsior Air, LLC
6412 Mallory Drive
Richmond, VA 23226

FedEx
P.O. Box 306174
Nashville, TN 37230-7461

Feetures Flagship Brands, LLC
P.O. Box 790379
St. Louis, MO 63179-0379

Ferguson, Campbell
2556 Manakin Road
Manakin-Sabot, VA 23103

Ferguson, Caroline
436 Dellbrooks Place
Henrico, VA 23238

Ferguson, Rachel
2556 Manakin Rd
Manakin Sabot, VA 23103

FitFlop USA LLC
PO Box 347394
Pittsburgh, PA 15251-4394

Flores, Adeline
8 Equestrian Dr
Stafford, VA 22556

Florsheim Shoe Company
7734 Solution Center
Chicago, IL 60677-7007

Fontaine, Michael
7203 Brooking Way
Mechanicsville, VA 23111

Foster, Meredith
9161 Chartwell Ct
Mechanicsville, VA 23111

Fox River Mills
P.O. Box 92170
Lockbox 135235
Elk Grove Village, IL 60009

Gary Weiner
580 Raleigh Manor Road
Henrico, VA 23229

Genesco Inc.
4008 Reliable Parkway
Chicago, IL 60686

Giftcraft Inc.
P.O. Box 1270
Grand Island, NY 14072-8270

Goldman, Ronnie
11695 TIMBERLY WAYE
RICHMOND, VA 23238

Goochland Self Storage
P.O. Box 276
Richmond, VA 23219

Goodhew/Sockwell
P.O. Box 306174
Nashville, TN 37230-6174

Haley, Danielle
16312 Jones Farm Rd
Montpelier, VA 23192

Hamilton, Eva
3816 Springrock Dr.
Richmond, VA 23233

Happy Socks
138 Spring Street, 5th floor
New York, NY 10012

Hauser, Kylie
5208 Harvest Glen Drive
Glen Allen, VA 23059

Hensal, Rebecca
5302 New Line Rd
Gum Spring, VA 23065

Herrmann, Catherine
10816 Squaw Valley Pl.
Glen Allen, VA 23060

Hey Dude
The CIT Group
P.O. Box 1036
Charlotte, NC 28201

Hirica Zone Industrielle de Casablanca
Avenue de Terreblanque
40230 St Vincent de Tyrosse
FRANCE

Hosted Backbone
1702 Bridgewater Court
Maidens, VA 23102

Hoy Shoe Company, Inc.
4970 Kemper Avenue
St. Louis, MO 63139

Ilse Jacobsen Lines of Denmark
502-B Custer Way
Olympia, WA 98501

IMG College, LLC
c/o Learfield IMG College
P.O. Box 843038
Kansas City, MO 64184-3038

Internal Revenue Service
P.O. Box 7346
Philadelphia, PA 19101-7346

Jack Rogers
The CIT Group
P.O. Box 1036
Charlotte, NC 28201

John G. Mull and Wilma B. Mull
5434 Fallman Drive
Mechanicsville, VA 23111

Johnson, Maggie
201 Echo Meadows Rd
Rockville, VA 23146

Keen Footwear
P.O. Box 742937
Los Angeles, CA 90074-2937

Keter Environmental Services, Inc.
P.O. Box 417468
Boston, MA 02241-7468

Kirksey, Margie
7600 EAST PARHAM RD
APT 306
RICHMOND, VA 23294

Kizik Design, LLC
319 River Road
Alpine, UT 84004

Kontos, Rebecca
5413 Hillshire Way
Glen Allen, VA 23059

KWC
5911 West Broad Street
Richmond, VA 23230

Lacks, Chesney
7412 Barnette Avenue
Mechanicsville, VA 23111

LAWSON, MARY
1501 BRONWYN ROAD
APT 302
RICHMOND, VA 23238

Leegin Creative Leather
P.O. Box 406
La Puente, CA 91747

Lemon Jelly
Estrada Footwear
3524 Griffith
Saint Laurent, QC H4T 1A7

Lester, Belinda
17113 Mallorys ln
Montpelier, VA 23192

LoanBuilder
c/o Swift Financial, LLC
3505 Silverside Road
Wilmington, DE 19810

Lyles, Ronald
7741 Flannagan Ct. #2
Henrico, VA 23228

Lynch, Mary
4651 Four Seasons Terrace
Unit B
Glen Allen, VA 23060

Macon, Michael
5045 Hopewell Rd
New Kent, VA 23124

Marden, Pamela
610 Diggstown Road
Bumpass, VA 23024

Me Too Shoes
The CIT Group
P.O. Box 1036
Charlotte, NC 28201-1036

Mephisto Inc.
305 Seaboard Lane, Suite 328
Franklin, TN 37067-8287

MessageGears
191 Peachtree St. NE, Suite 900
Atlanta, GA 30303

MMIS
14403 Heather Stone Drive
Chester, VA 23836

Montgomery, Sequoia
9016 Patterson Avenue
Apt 25
Henrico, VA 23229

Moore, Sierra
12308 Bradford Landing Way
Glen Allen, VA 23059

Morgan & Milo
46 Waltham Street, Suite 201
Boston, MA 02118

Munro & Co.
P.O. Box 272
Wichita, KS 67201-0272

Naot Yaleet Inc.
80 Ruland Road, Suite 2
Melville, NY 11747

National Shoe Retailers Association
7386 N. La Cholla Blvd.
Tucson, AZ 85741

New Balance Athletic Shoe
P.O. Box 415206
Boston, MA 02241-5206

Nike USA, Inc.
7932 Collection Center Drive
Chicago, IL 60693

Nina Kids
200 Park Avenue South
New York, NY 10003

Nunez, Theresa
2408 Crystal Ridge Rd
Henrico, VA 23233

Oboz Footwear LLC
201 S Wallace Ave., Suite A-1
Bozeman, MT 59715

Olukai, LLC
Dept. L.A. 24237
Pasadena, CA 91185

On Inc.
P.O. Box 734250
Chicago, IL 60673-4250

Osgoode Marley International Leather Goo
P.O. Box 658
180 Lafayette Road
North Hampton, NH 03862

Page, Pat
111 Wichita La
Williamsburg, VA 23188

Parker, Ainsley
8124 Crown Colony Pkwy
Mechanicsville, VA 23116

Parrish, Julia
3825 Whitehall Road
Sandy Hook, VA 23153

Patel, Dhara
12315 Cordell Circle
Glen Allen, VA 23059

Pepper Gate Footwear Corp.
910 S. Wanamaker Avenue
Ontario, CA 91761

Phoenix Footwear Group
Dept #41677
PO Box 650823
Dallas, TX 75265

Promotional Consideration iPROMOTEu
PO Box 200896
Pittsburgh, PA 15251-0896

Propet USA, Inc.
PO Box 392740
Pittsburgh, PA 15251-9740

Rainbow Sandals
900 Calle Negocio
San Clemente, CA 92673

Rangoni Firenze Shoes
6199 Cornerstone Court East
Suite 106
San Diego, CA 92121

Recycled Paper Greetings
3613 Solutions Center
Chicago, IL 60677

Reed, Alvin
11720 Leiden Lane
Midlothian, VA 23112

Reef Lifestyle, LLC
P.O. Box 930621
Atlanta, GA 31193-0621

Remac
1445 Bradley Lane #105
Carrollton, TX 75007

Revere Shoes Inc.
515 N Flagler Drive, Suite P-300
West Palm Beach, FL 33401

RGIS
P.O. Box 77631
Detroit, MI 48277

Richmond Family Magazine
P.O. Box 28597
Richmond, VA 23228

Richmond Oxygen
11009 Richardson Road
Ashland, VA 23005

Richmond Times Dispatch
P.O. Box 27775
Richmond, VA 23261-7775

Rieker Shoe
299 Rio Drive
Orlando, FL 32810

Rizer, Nicole
11209 Prescott Pl.
Glen Allen, VA 23059

Robinson, Lauren
205 Pilgrim Lane
Richmond, VA 23227

Sacha London USA Ltd.
Sterling National Bank
P.O. Box 75359
Chicago, IL 60675-5359

Sadjarib, Niloofar
11708 Belvedere Vista Ln
Apt 204
North Chesterfield, VA 23235

Salvia Footwear Corp.
8424 Santa Monica Blvd., #A865
Los Angeles, CA 90069

San Diego Hat Company
P.O. Box 131390
Carlsbad, CA 92013

SAS Shoemakers
P.O. Box 2240
San Antonio, TX 78298-2240

Saxon Shoes Spotsylvania, LLC
1 Towne Center Boulevard, # 4500
Fredericksburg, VA 22407

See Kai Run
22118 20th Ave SE, # 130
Bothell, WA 98021

Short Pump Town Center, LLC
P.O. Box 72054
Cleveland, OH 44192-0054

Short Pump Town Center, LLC
50 Public Square, Suite 1100
Cleveland, OH 44113-2267

Siefke, Lorraine
12149 Loblolly Lane
Rockville, VA 23146

Skechers USA, Inc.
P.O. BOX 74008181
Chicago, IL 60674-8181

Sofft Shoe Co.
P.O. Box 26802
New York, NY 10087-6802

Sondra Roberts Inc.
3 Empire Boulevard
South Hackensack, NJ 07606

Spotsylvania Mall Company
2445 Belmont Aveue
P.O. Box 2168
Youngstown, OH 44504-0186

Spotsylvania Towne Centre
P.O. Box 932400
Cleveland, OH 44193

Stance, Inc.
P.O. Box 845082
Los Angeles, CA 90084-5082

Steven Biegler, CPA
KWC
5911 West Broad Street
Richmond, VA 23230

Stowe, Melissa
8703 Pinyon Road
Richmond, VA 23229

Strack, Heather
10200 Brading Lane
Midlothian, VA 23112

Stuart Weitzman Holdings, LLC
P.O. Box 742466
Atlanta, GA 30374-2466

Sweet Attraction, S.A.
Zona Industrial de Revinhade
Franc B BL 1
4650-375
Revinhade Felgueiras, Portugal

Taddeo, Sophia
5804 Meadow Ridge Ct.
Glen Allen, VA 23059

Taxing Authority Consulting Servs., PC
P.O. Box 2156
Richmond, VA 23218

Terry, Samantha
7288 Ann Cabell Lane
Mechanicsville, VA 23111

The Freelance Star
P.O. Box 26742
Richmond, VA 23261-6742

The Jimlar Corporation
The CIT Group
P.O. Box 36034
Charlotte, NC 28236

The Rockport Company
P.O. Box 936652
Atlanta, GA 31193-6652

Thorkelsdottir, Gunnhildur
2522 Crest Hollow Court
Goochland, VA 23063

Timberland VF Outdoor, Inc.
32842 Collection Center Drive
Chicago, IL 60693-0328

Toms Shoes LLC
P.O. Box 505286
St. Louis, MO 63150-5286

Treasurer, Spotsylvania County
Larry K Pritchett
P.O. Box 9000
Spotsylvania, VA 22553-9000

Treasurer, Spotsylvania County
Utility Payments
P.O. Box 9000
Spotsylvania, VA 22553-9000

Trisoles
Calzados Ilisol S.L.
Partida Pena las Aguilas, pol.
3 95A 03296 Elche Alicante

Tsukihoshi / Footmates
Badorf Shoe Company
P.O. Box 367
Lititz, PA 17543

U.S. Small Business Administration
400 North 8th Street, Suite 1150
Richmond, VA 23219

Uline Shipping Supplies
PO Box 88741
Chicago, IL 60680-1741

Under Armour
P.O. Box 791022
Baltimore, MD 21279-1022

UNITED CONCORDIA
P.O. BOX 827377
Philadelphia, PA 19182

Unitrends USA Inc.
205 Park Avenue
Hicksville, NY 11801

UPS
P.O. Box 809488
Chicago, IL 60680-9488

VCJS, LLC
The CIT Group
P.O. Box 1036
Charlotte, NC 28201-1036

VCU Sports Properties, LLC
c/o Learfield Communications, LLC
P.O. Box 843038
Kansas City, MO 64184-3038

Veith, Dean
6524 HAGUEMAN DR.
RICHMOND, VA 23225

Vera Bradley Designs, Inc.
12420 Stonebridge Road
Roanoke, IN 46783

VF Outdoor, Inc.
13911 Collections Center Drive
Chicago, IL 60693

Vida Shoes
29 West 56th Street
New York, NY 10019

Vieno, Robert
2695 Trellis Green Circle
Henrico, VA 23233

Vionic Group LLC 670736
P.O. Box 670736
Dallas, TX 75267-0736

Virginia Department of Taxation
P.O. Box 2156
Richmond, VA 23218

WebBank
c/o Kelly Barnett, President
215 South State Street, Suite 100
Salt Lake City, UT 84111

Weiner, Amanda
4707 Wythe Ave
Richmond, VA 23226

Weiner, Beth
580 Raleigh Manor Rd.
Henrico, VA 23229

Weiner, Beth & Gary
580 Raleigh Manor Road
Henrico, VA 23229

Weiner, Evan
1702 Bridgewater Court
Maidens, VA 23102

Weiner, Gary
580 Raleigh Manor Road
Henrico, VA 23229

Weiner, Gary
580 Raleigh Manor Rd
Henrico, VA 23229

White, Nur
2318 Singingwoods Lane
Richmond, VA 23233

White, Sherry
3101 Able Pl
Chesterfield, VA 23832

Williams Mullen
P.O. Box 800
Richmond, VA 23218-0800

Wolff Shoe Company
P.O. Box 14663
Main Post Office
St. Louis, MO 63195

Wolky North America Inc.
1419 West Auto Drive
Tempe, AZ 85284

Wolverine World Wide, Inc.
25759 Network Place
Chicago, IL 60673-1257

WRIC
P.O. Box 743299
Atlanta, GA 30384

WTVR
P.O. Box 417876
Boston, MA 02241-7876

**United States Bankruptcy Court
Eastern District of Virginia**

In re **Saxon Shoes, Incorporated**

Debtor(s)

Case No.
Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Saxon Shoes, Incorporated** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [*Check if applicable*]

August 14, 2020

Date

/s/ Paula S. Beran

Paula S. Beran

Signature of Attorney or Litigant

Counsel for **Saxon Shoes, Incorporated**

Tavener & Beran, PLC

20 North 8th Street

Second Floor

Richmond, VA 23219

804-783-8300 Fax:804-783-0178

pberan@tb-lawfirm.com

SAXON SHOES, INCORPORATED
a Virginia corporation (the "Company")
Written Consent of Majority Shareholders

August 14, 2020

The undersigned holders of a majority of the outstanding shares of the stock of the Company hereby approve of the following actions by written consent in lieu of a special meeting:

RESOLVED, that the Company shall be, and hereby is, authorized to: (a) file a voluntary petition (the "Petition") for relief under chapter 11 of the United States Bankruptcy Code, 11 U.S.C. § 101 (the "Bankruptcy Code"), in the United States Bankruptcy Court for the Eastern District of Virginia or such other court as the appropriate officer or officers of the Company shall determine to be appropriate (the "Bankruptcy Court"); (b) if, prior to filing the Petition, circumstances arise making it necessary or convenient, consent to the entry of an order for relief and convert an involuntary commenced chapter 7 case to a case under chapter 11 of the Bankruptcy Code; and/or (c) perform any and all such acts as are reasonable, advisable, expedient, convenient, proper or necessary to effect any of the foregoing:

FURTHER RESOLVED, that Gary L. Weiner, the President of the Company, (the "Designated Officer") acting alone, is hereby authorized, directed and empowered on behalf of and in the name of the Company to: (a) verify and execute, the Petition, verify and execute any ancillary documents thereto to be filed with the Bankruptcy Court and make or cause to be made prior to execution thereof any modifications as such Designated Officer, in such officer's discretion, deems necessary or desirable to carry out the intent and accomplish the purposes of these resolutions (such approval to be conclusively established by the execution thereof by such Designated Officer) (b) execute, verify and file or cause to be filed all responses, schedules, lists, motions, applications and other papers or documents (including debtor-in-possession loan documents) necessary or desirable in connection with the foregoing; and/or (c) execute and verify any and all other documents necessary or appropriate in connection therewith in such form or forms such Designated Officer may approve;

FURTHER RESOLVED, that the Designated Officer of the Company, acting alone, is hereby authorized, directed and empowered to retain, on behalf of the Company: (a) Tavenner & Beran, PLC; and (b) such additional professionals including, without limitation, other attorneys, accountants, financial advisors, investment bankers, consultants or brokers, in each case as in such officer's judgment may be necessary in connection with the Petition, the Company's Chapter 11 case and other related matters, on such terms as the Designated Officer shall approve;

FURTHER RESOLVED, that the law firm, Tavenner & Beran, PLC, and any additional special or local counsel selected by the Designated Officer, if any, shall be, and hereby are, authorized, empowered, and directed to represent the Company, as debtor and debtor-in possession, in connection with any chapter 11 case commenced by or against it under the Bankruptcy Code;

FURTHER RESOLVED, that the Company, as debtor and debtor-in-possession under chapter 11 of the Bankruptcy Code, shall be, and hereby is, authorized to borrow funds and undertake related financing transactions (collectively, the "Financing Transactions") from such

lenders and on such terms as may be approved the Designated Officer, as reasonably necessary for the continuing conduct of the affairs of the Company, and grant security interests in and liens upon all or substantially all of the Company's assets as may be deemed necessary by the Designated Officer of the Company in connection with such borrowings;

FURTHER RESOLVED, (a) that the Designated Officer, acting alone, hereby is, authorized, directed and empowered in the name of and on behalf of the Company, as debtor and debtor-in-possession, to take such actions and execute and deliver such agreements, certificates, instruments, guaranties, notices and any and all other documents as the Designated Officer may deem necessary or appropriate to facilitate the Financing Transactions (collectively, "Financing Documents"); (b) that Financing Documents containing such provisions, terms, conditions, covenants, warranties and representations as may be deemed necessary or appropriate by the Designated Officer are approved; and/or (c) that the actions of the Designated Officer taken pursuant to this resolution, including the execution and delivery of all agreements, certificates, instruments, guaranties, notices and other documents, shall be conclusive evidence of the approval thereof by such Designated Officer and by the Company;

FURTHER RESOLVED, that, in addition to the specific authorizations heretofore conferred upon the Designated Officer or his designee shall be, and each of them, acting alone, hereby is, authorized, directed and empowered, in the name of and on behalf of the Company, to take or cause to be taken any and all such further actions, to execute and deliver any and all such agreements, certificates, instruments and other documents and to pay all expenses, including filing fees, in each case as in such officer's judgment shall be necessary or desirable in order fully to carry out the intent and accomplish the purposes of the resolutions adopted herein; and

FURTHER RESOLVED, that all acts lawfully done or actions lawfully taken or to be taken by the Designated Officer in connection with the implementation of these resolutions are hereby in all respects ratified, confirmed and approved.

This consent was executed and delivered by the majority of holders of shares of the Company on the date set forth below.

August 14, 2020



GARY L. WEINER



BETH G. WEINER



AMANDA P. WEINER

CORY A. WEINER

EVAN S. WEINER

lenders and on such terms as may be approved the Designated Officer, as reasonably necessary for the continuing conduct of the affairs of the Company, and grant security interests in and liens upon all or substantially all of the Company's assets as may be deemed necessary by the Designated Officer of the Company in connection with such borrowings;

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BETH G. WEINER

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CORY A. WEINER

EVAN S. WEINER

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This consent was executed and delivered by the majority of holders of shares of the Company on the date set forth below.

August 14, 2020

GARY L. WEINER

BETH G. WEINER

AMANDA P. WEINER

CORY A. WEINER



EVAN S. WEINER

Form **1120-S****U.S. Income Tax Return for an S Corporation**

OMB No. 1545-0123

2019Department of the Treasury
Internal Revenue Service

Do not file this form unless the corporation has filed or is attaching Form 2553 to elect to be an S corporation.
Go to www.irs.gov/Form1120S for instructions and the latest information.

For calendar year 2019 or tax year beginning _____, ending _____

A S election effective date 12/31/1986	TYPE OR PRINT	Name SAXON SHOES, INC.	D Employer identification number 54-0560987
B Business activity code number (see instructions) 448210		Number, street, and room or suite no. If a P.O. box, see instructions. 11800 WEST BROAD STREET #2750	E Date incorporated 03/01/1953
C Check if Sch. M-3 attached <input type="checkbox"/>		City or town, state or province, country, and ZIP or foreign postal code RICHMOND, VA 23233	F Total assets (see instructions) \$ 4,022,082.

G Is the corporation electing to be an S corporation beginning with this tax year? ☐ Yes ☒ No If "Yes," attach Form 2553 if not already filed

H Check if: (1) ☐ Final return (2) ☐ Name change (3) ☐ Address change (4) ☐ Amended return (5) ☐ S election termination or revocation

I Enter the number of shareholders who were shareholders during any part of the tax year **7**

J Check if corporation: (1) ☐ Aggregated activities for section 465 at-risk purposes (2) ☐ Grouped activities for section 469 passive activity purposes

Caution: Include **only** trade or business income and expenses on lines 1a through 21. See the instructions for more information.

Income	1 a Gross receipts or sales 7,448,713.	b Return and allowances	c Bal. Subtract line 1b from line 1a	1c	7,448,713.
	2 Cost of goods sold (attach Form 1125-A)			2	4,668,070.
	3 Gross profit. Subtract line 2 from line 1c			3	2,780,643.
	4 Net gain (loss) from Form 4797, line 17 (attach Form 4797)			4	-853.
	5 Other income (loss) (attach statement) STATEMENT 1			5	3,723.
	6 Total income (loss). Add lines 3 through 5			6	2,783,513.
Deductions (See instructions for limitations)	7 Compensation of officers (see instrs. - attach Form 1125-E)			7	134,715.
	8 Salaries and wages (less employment credits)			8	1,280,867.
	9 Repairs and maintenance			9	36,764.
	10 Bad debts			10	
	11 Rents			11	455,336.
	12 Taxes and licenses STATEMENT 2			12	292,587.
	13 Interest (see instructions)			13	187,428.
	14 Depreciation not claimed on Form 1125-A or elsewhere on return (attach Form 4562)			14	57,032.
	15 Depletion (Do not deduct oil and gas depletion.)			15	
	16 Advertising			16	358,489.
	17 Pension, profit-sharing, etc., plans			17	
	18 Employee benefit programs			18	
	19 Other deductions (attach statement) STATEMENT 3			19	645,137.
	20 Total deductions. Add lines 7 through 19			20	3,448,355.
	21 Ordinary business income (loss). Subtract line 20 from line 6			21	-664,842.
Tax and Payments	22 a Excess net passive income or LIFO recapture tax (see instructions)	22a		22c	
	b Tax from Schedule D (Form 1120-S)	22b			
	c Add lines 22a and 22b				
	23 a 2019 estimated tax payments and 2018 overpayment credited to 2019	23a		23e	
	b Tax deposited with Form 7004	23b			
	c Credit for federal tax paid on fuels (attach Form 4136)	23c			
	d Reserved for future use	23d			
	e Add lines 23a through 23d				
	24 Estimated tax penalty (see instructions). Check if Form 2220 is attached <input type="checkbox"/>			24	
	25 Amount owed. If line 23e is smaller than the total of lines 22c and 24, enter amount owed			25	
26 Overpayment. If line 23e is larger than the total of lines 22c and 24, enter amount overpaid			26		
27 Enter amount from line 26: Credited to 2020 estimated tax Refunded			27		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer

Date

PRESIDENT

Title

May the IRS discuss this return with the preparer shown below? See instr.

☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name MICHELLE A. GRAVES, CPA	Preparer's signature	Date 05/18/20	Check if self-employed <input type="checkbox"/>	PTIN P00871131
	Firm's name KOSITZKA, WICKS AND COMPANY	Firm's EIN 54-1342298			
	Firm's address 5911 WEST BROAD STREET RICHMOND, VA 23230	Phone no. (804) 855-1200			

LHA For Paperwork Reduction Act Notice, see separate instructions. 911701 12-30-19

Form **1120-S** (2019)

Form 1120-S (2019)

SAXON SHOES, INC.

54-0560987 Page 2

Schedule B Other Information (see instructions)					Yes	No
1 Check accounting method: a <input type="checkbox"/> Cash b <input checked="" type="checkbox"/> Accrual c <input type="checkbox"/> Other (specify) ▶						
2 See the instructions and enter the:						
a Business activity ▶ RETAIL SALES b Product or service ▶ SHOES/ACCESSORIES						
3 At any time during the tax year, was any shareholder of the corporation a disregarded entity, a trust, an estate, or a nominee or similar person? If "Yes," attach Schedule B-1, Information on Certain Shareholders of an S Corporation					X	
4 At the end of the tax year, did the corporation:						
a Own directly 20% or more, or own, directly or indirectly, 50% or more of the total stock issued and outstanding of any foreign or domestic corporation? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (v) below						X
(i) Name of Corporation	(ii) Employer Identification Number (if any)	(iii) Country of Incorporation	(iv) Percentage of Stock Owned	(v) If Percentage in (iv) is 100%, Enter the Date (if any) a Qualified Subchapter S Subsidiary Election Was Made		
b Own directly an interest of 20% or more, or own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital in any foreign or domestic partnership (including an entity treated as a partnership) or in the beneficial interest of a trust? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (v) below					X	
(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Maximum Percentage Owned in Profit, Loss, or Capital		
SAXON SHOES SPOTSYLVANIA, LLC	26-4499223	PARTNERSHIP	UNITED STATES	100.00%		
5a At the end of the tax year, did the corporation have any outstanding shares of restricted stock? If "Yes," complete lines (i) and (ii) below.						X
(i) Total shares of restricted stock ▶						
(ii) Total shares of non-restricted stock ▶						
b At the end of the tax year, did the corporation have any outstanding stock options, warrants, or similar instruments? If "Yes," complete lines (i) and (ii) below.						X
(i) Total shares of stock outstanding at the end of the tax year ▶						
(ii) Total shares of stock outstanding if all instruments were executed ▶						
6 Has this corporation filed, or is it required to file, Form 8918 , Material Advisor Disclosure Statement, to provide info. on any reportable transaction? ...						X
7 Check this box if the corporation issued publicly offered debt instruments with original issue discount ▶ <input type="checkbox"/>						
If checked, the corporation may have to file Form 8281 , Information Return for Publicly Offered Original Issue Discount Instruments.						
8 If the corporation (a) was a C corporation before it elected to be an S corporation or the corporation acquired an asset with a basis determined by reference to the basis of the asset (or the basis of any other property) in the hands of a C corporation and (b) has net unrealized built-in gain in excess of the net recognized built-in gain from prior years, enter the net unrealized built-in gain reduced by net recognized built-in gain from prior years ▶ \$						
9 Did the corporation have an election under section 163(j) for any real property trade or business or any farming business in effect during the tax year? See instructions						X
10 Does the corporation satisfy one or more of the following? See instructions						X
a The corporation owns a pass-through entity with current, or prior year carryover, excess business interest expense.						
b The corporation's aggregate average annual gross receipts (determined under section 448(c)) for the 3 tax years preceding the current tax year are more than \$26 million and the corporation has business interest expense.						
c The corporation is a tax shelter and the corporation has business interest expense. If "Yes," complete and attach Form 8990.						
11 Does the corporation satisfy both of the following conditions?						X
a The corporation's total receipts (see instructions) for the tax year were less than \$250,000.						
b The corporation's total assets at the end of the tax year were less than \$250,000. If "Yes," the corporation is not required to complete Schedules L and M-1.						

Form 1120-S (2019)

SAXON SHOES, INC.

54-0560987 Page 3

Schedule B Other Information (see instructions) (continued)	Yes	No
12 During the tax year, did the corporation have any non-shareholder debt that was canceled, was forgiven, or had the terms modified so as to reduce the principal amount of the debt? If "Yes," enter the amount of principal reduction ▶ \$ _____		X
13 During the tax year, was a qualified subchapter S subsidiary election terminated or revoked? If "Yes," see instructions		X
14a Did the corporation make any payments in 2019 that would require it to file Form(s) 1099?	X	
b If "Yes," did the corporation file or will it file required Form(s) 1099?	X	
15 Is the corporation attaching Form 8996 to certify as a Qualified Opportunity Fund?		X
If "Yes," enter the amount from Form 8996, line 14 ▶ \$ _____		

Schedule K Shareholders' Pro Rata Share Items			Total amount	
Income (Loss)	1	Ordinary business income (loss) (page 1, line 21)	1	-664,842.
	2	Net rental real estate income (loss) (attach Form 8825)	2	
	3a	Other gross rental income (loss) 3a		
	b	Expenses from other rental activities (attach statement) 3b		
	c	Other net rental income (loss). Subtract line 3b from line 3a	3c	
	4	Interest income	4	
	5	Dividends: a Ordinary dividends 5a		
	b	Qualified dividends 5b		
	6	Royalties	6	
	7	Net short-term capital gain (loss) (attach Schedule D (Form 1120-S))	7	
Deductions	8a	Net long-term capital gain (loss) (attach Schedule D (Form 1120-S))	8a	
	b	Collectibles (28%) gain (loss) 8b		
	c	Unrecaptured section 1250 gain (attach statement) 8c		
	9	Net section 1231 gain (loss) (attach Form 4797)	9	
	10	Other income (loss) (see instructions) ... Type ▶	10	
	11	Section 179 deduction (attach Form 4562)	11	
	12a	Charitable contributions STATEMENT 4	12a	29,866.
	b	Investment interest expense	12b	
	c	Section 59(e)(2) expenditures (1) Type ▶ (2) Amount ▶	12c(2)	
	d	Other deductions (see instructions) Type ▶	12d	
Credits	13a	Low-income housing credit (section 42(j)(5))	13a	
	b	Low-income housing credit (other)	13b	
	c	Qualified rehabilitation expenditures (rental real estate) (attach Form 3468, if applicable)	13c	
	d	Other rental real estate credits (see instructions) Type ▶	13d	
	e	Other rental credits (see instructions) Type ▶	13e	
	f	Biofuel producer credit (attach Form 6478)	13f	
	g	Other credits (see instructions) Type ▶	13g	
Foreign Transactions	14a	Name of country or U.S. possession ▶		
	b	Gross income from all sources	14b	
	c	Gross income sourced at shareholder level Foreign gross income sourced at corporate level	14c	
	d	Reserved for future use	14d	
	e	Foreign branch category	14e	
	f	Passive category	14f	
	g	General category	14g	
	h	Other (attach statement) Deductions allocated and apportioned at shareholder level	14h	
	i	Interest expense	14i	
	j	Other Deductions allocated and apportioned at corporate level to foreign source income	14j	
	k	Reserved for future use	14k	
	l	Foreign branch category	14l	
	m	Passive category	14m	
	n	General category	14n	
	o	Other (attach statement) Other information	14o	
	p	Total foreign taxes (check one): <input type="checkbox"/> Paid <input type="checkbox"/> Accrued ▶	14p	
	q	Reduction in taxes available for credit (attach statement)	14q	
	r	Other foreign tax information (attach statement)		

Form 1120S (2019)

SAXON SHOES, INC.

54-0560987 Page 4

Schedule K Shareholders' Pro Rata Share Items (continued)		Total amount	
Alternative Minimum Tax (AMT) Items	15a Post-1986 depreciation adjustment	15a	-338.
	b Adjusted gain or loss	15b	-93.
	c Depletion (other than oil and gas)	15c	
	d Oil, gas, and geothermal properties - gross income	15d	
	e Oil, gas, and geothermal properties - deductions	15e	
	f Other AMT items (attach statement)	15f	
Items Affecting Shareholder Basis	16a Tax-exempt interest income	16a	
	b Other tax-exempt income	16b	
	c Nondeductible expenses	16c	13,391.
	d Distributions (attach statement if required)	16d	
	e Repayment of loans from shareholders	16e	
Other Information	17a Investment income	17a	
	b Investment expenses	17b	
	c Dividend distributions paid from accumulated earnings and profits	17c	
	d Other items and amounts (att. stmt.)		
Reconciliation	18 Income (loss) reconciliation. Combine the amounts on lines 1 through 10 in the far right column. From the result, subtract the sum of the amounts on lines 11 through 12d and 14p	18	-694,708.

Schedule L Balance Sheets per Books		Beginning of tax year		End of tax year	
Assets		(a)	(b)	(c)	(d)
1	Cash		223,589.		31,063.
2 a	Trade notes and accounts receivable	227.		0.	
b	Less allowance for bad debts	()	227.	()	0.
3	Inventories		2,657,174.		2,515,182.
4	U.S. government obligations				
5	Tax-exempt securities				
6	Other current assets (att. stmt.)	STATEMENT 6	79,614.		59,779.
7	Loans to shareholders		0.		13,171.
8	Mortgage and real estate loans				
9	Other investments (att. stmt.)				
10 a	Buildings and other depreciable assets	4,165,757.		4,090,572.	
b	Less accumulated depreciation	(2,667,744.)	1,498,013.	(2,740,914.)	1,349,658.
11 a	Depletable assets				
b	Less accumulated depletion	()		()	
12	Land (net of any amortization)				
13 a	Intangible assets (amortizable only)	494,285.		494,285.	
b	Less accumulated amortization	(383,275.)	111,010.	(445,930.)	48,355.
14	Other assets (att. stmt.)	STATEMENT 7	4,874.		4,874.
15	Total assets		4,574,501.		4,022,082.
Liabilities and Shareholders' Equity					
16	Accounts payable		1,023,572.		1,151,755.
17	Mortgages, notes, bonds payable in less than 1 year		271,579.		212,077.
18	Other current liabilities (att. stmt.)	STATEMENT 8	1,703,425.		207,376.
19	Loans from shareholders				
20	Mortgages, notes, bonds payable in 1 year or more		1,232,838.		2,966,980.
21	Other liabilities (att. stmt.)				
22	Capital stock		282,394.		282,394.
23	Additional paid-in capital				
24	Retained earnings	STATEMENT 9	60,693.		-798,500.
25	Adjustments to shareholders' equity (att. stmt.)				
26	Less cost of treasury stock		()		()
27	Total liabilities and shareholders' equity		4,574,501.		4,022,082.

Form 1120-S (2019)

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return**Note:** The corporation may be required to file Schedule M-3. See instructions.

1 Net income (loss) per books	-859,193.	5 Income recorded on books this year not included on Schedule K, lines 1 through 10 (itemize):	
2 Income included on Schedule K, lines 1, 2, 3c, 4, 5a, 6, 7, 8a, 9, and 10, not recorded on books this year (itemize):	3,418.	a Tax-exempt interest \$	
STMT 12			
3 Expenses recorded on books this year not included on Schedule K, lines 1 through 12 and 14p (itemize):		6 Deductions included on Schedule K, lines 1 through 12 and 14p, not charged against book income this year (itemize):	
a Depreciation \$	149,373.	a Depreciation \$	
b Travel and entertainment \$	2,050.	STMT 14	1,697.
STMT 13	11,341.	7 Add lines 5 and 6	1,697.
4 Add lines 1 through 3	-693,011.	8 Income (loss) (Schedule K, line 18). Subtract line 7 from line 4	-694,708.

Schedule M-2 Analysis of Accumulated Adjustments Account, Shareholders' Undistributed Taxable Income Previously Taxed, Accumulated Earnings and Profits, and Other Adjustments Account (see instrs.)

	(a) Accumulated adjustments account	(b) Shareholders' undistributed taxable income previously taxed	(c) Accumulated earnings and profits	(d) Other adjustments account
1 Balance at beginning of tax year	-6,251,222.			-227,597.
2 Ordinary income from page 1, line 21				
3 Other additions				
4 Loss from page 1, line 21	(664,842.)			
5 Other reductions	STATEMENT 15 (43,257.)			
6 Combine lines 1 through 5	-6,959,321.			-227,597.
7 Distributions				
8 Balance at end of tax year. Subtract line 7 from line 6	-6,959,321.			-227,597.

Form 1120-S (2019)

Form **1125-A****Cost of Goods Sold**

(Rev. November 2018)

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 1120, 1120-C, 1120-F, 1120S, or 1065.

▶ Go to www.irs.gov/Form1125A for the latest information.

OMB No. 1545-0123

Name SAXON SHOES, INC.		Employer identification number 54-0560987
1	Inventory at beginning of year	1 2,657,174.
2	Purchases	2 4,216,558.
3	Cost of labor	3
4	Additional section 263A costs (attach schedule)	4
5	Other costs (attach schedule) SEE STATEMENT 16	5 309,520.
6	Total. Add lines 1 through 5	6 7,183,252.
7	Inventory at end of year	7 2,515,182.
8	Cost of goods sold. Subtract line 7 from line 6. Enter here and on Form 1120, page 1, line 2 or the appropriate line of your tax return. See instructions	8 4,668,070.

9 a Check all methods used for valuing closing inventory:

(i) ☒ Cost

(ii) ☐ Lower of cost or market

(iii) ☐ Other (Specify method used and attach explanation) ▶

b Check if there was a writedown of subnormal goods ▶ ☐

c Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970) ▶ ☐

d If the LIFO inventory method was used for this tax year, enter amount of closing inventory computed under LIFO **9d**

e If property is produced or acquired for resale, do the rules of Section 263A apply to the entity? See instructions ☐ Yes ☒ No

f Was there any change in determining quantities, cost, or valuations between opening and closing inventory? ☐ Yes ☒ No
If "Yes," attach explanation.

For Paperwork Reduction Act Notice, see separate instructions.

Form 1125-A (Rev. 11-2018)

Form **4562****Depreciation and Amortization**
(Including Information on Listed Property) OTHER

OMB No. 1545-0172

2019Attachment
Sequence No. **179**Department of the Treasury
Internal Revenue Service (99)

▶ Attach to your tax return.

▶ Go to www.irs.gov/Form4562 for instructions and the latest information.

Name(s) shown on return

Business or activity to which this form relates

Identifying number

SAXON SHOES, INC.**OTHER DEPRECIATION****54-0560987****Part I Election To Expense Certain Property Under Section 179** Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	1,020,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,550,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2018 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but don't enter more than line 11	12	
13	Carryover of disallowed deduction to 2020. Add lines 9 and 10, less line 12	13	

Note: Don't use Part II or Part III below for listed property. Instead, use Part V.**Part II Special Depreciation Allowance and Other Depreciation (Don't include listed property.)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Don't include listed property. See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2019	17	49,451.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2019 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property		30,000.	3 YRS	HY	S/L	5,000.
b 5-year property		5,981.	5 YRS	HY	200DB	1,196.
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2019 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 30-year	/		30 yrs.	MM	S/L	
d 40-year	/		40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	1,385.
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	57,032.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Form 4562 (2019)

SAXON SHOES, INC.

54-0560987 Page 2

Part V Listed Property (Include automobiles, certain other vehicles, certain aircraft, and property used for entertainment, recreation, or amusement.)**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.**Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)****24a** Do you have evidence to support the business/investment use claimed? ☒ **Yes** ☐ **No** **24b** If "Yes," is the evidence written? ☒ **Yes** ☐ **No**

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
--	-------------------------------------	--	-------------------------------	--	---------------------------	------------------------------	----------------------------------	---------------------------------------

25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use **25****26** Property used more than 50% in a qualified business use:

TOYOTA SEQUOIA	050815	100.00 %	12,022.	12,022.5	YRS	200DB-HY	1,385.	
	:	%						
	:	%						

27 Property used 50% or less in a qualified business use:

	:	%				S/L -		
	:	%				S/L -		
	:	%				S/L -		

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 **28** 1,385.**29** Add amounts in column (i), line 26. Enter here and on line 7, page 1 **29****Section B - Information on Use of Vehicles**

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle
30 Total business/investment miles driven during the year (don't include commuting miles)						
31 Total commuting miles driven during the year ...						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who aren't more than 5% owners or related persons.

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," don't complete Section B for the covered vehicles.**Part VI Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
-----------------------------	------------------------------------	------------------------------	------------------------	---	--------------------------------------

42 Amortization of costs that begins during your 2019 tax year:

	:				
	:				

43 Amortization of costs that began before your 2019 tax year **43** 38,025.**44** **Total.** Add amounts in column (f). See the instructions for where to report **44** 38,025.

Form **4797**
Department of the Treasury
Internal Revenue Service**Sales of Business Property**
(Also Involuntary Conversions and Recapture Amounts Under Sections 179 and 280F(b)(2))
▶ Attach to your tax return.
▶ Go to www.irs.gov/Form4797 for instructions and the latest information.

OMB No. 1545-0184

2019Attachment
Sequence No. **27**

Name(s) shown on return

Identifying number

SAXON SHOES, INC.**54-0560987**1 Enter the gross proceeds from sales or exchanges reported to you for 2019 on Form(s) 1099-B or 1099-S (or substitute statement) that you are including on line 2, 10, or 20. See instructions **1** **0.****Part I Sales or Exchanges of Property Used in a Trade or Business and Involuntary Conversions From Other Than Casualty or Theft - Most Property Held More Than 1 Year** (see instructions)

(a) Description of property	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Gross sales price	(e) Depreciation allowed or allowable since acquisition	(f) Cost or other basis, plus improvements and expense of sale	(g) Gain or (loss) Subtract (f) from the sum of (d) and (e)
2						
3 Gain, if any, from Form 4684, line 39						3
4 Section 1231 gain from installment sales from Form 6252, line 26 or 37						4
5 Section 1231 gain or (loss) from like-kind exchanges from Form 8824						5
6 Gain, if any, from line 32, from other than casualty or theft						6
7 Combine lines 2 through 6. Enter the gain or (loss) here and on the appropriate line as follows						7
Partnerships and S corporations. Report the gain or (loss) following the instructions for Form 1065, Schedule K, line 10, or Form 1120-S, Schedule K, line 9. Skip lines 8, 9, 11, and 12 below.						
Individuals, partners, S corporation shareholders, and all others. If line 7 is zero or a loss, enter the amount from line 7 on line 11 below and skip lines 8 and 9. If line 7 is a gain and you didn't have any prior year section 1231 losses, or they were recaptured in an earlier year, enter the gain from line 7 as a long-term capital gain on the Schedule D filed with your return and skip lines 8, 9, 11, and 12 below.						
8 Nonrecaptured net section 1231 losses from prior years. See instructions						8
9 Subtract line 8 from line 7. If zero or less, enter -0-. If line 9 is zero, enter the gain from line 7 on line 12 below. If line 9 is more than zero, enter the amount from line 8 on line 12 below and enter the gain from line 9 as a long-term capital gain on the Schedule D filed with your return. See instructions						9

Part II Ordinary Gains and Losses (see instructions)**10** Ordinary gains and losses not included on lines 11 through 16 (include property held 1 year or less):

STATEMENT 17				110,313.	111,166.	-853.
11 Loss, if any, from line 7						11 ()
12 Gain, if any, from line 7 or amount from line 8, if applicable						12
13 Gain, if any, from line 31						13
14 Net gain or (loss) from Form 4684, lines 31 and 38a						14
15 Ordinary gain from installment sales from Form 6252, line 25 or 36						15
16 Ordinary gain or (loss) from like-kind exchanges from Form 8824						16
17 Combine lines 10 through 16						17 -853.
18 For all except individual returns, enter the amount from line 17 on the appropriate line of your return and skip lines a and b below. For individual returns, complete lines a and b below.						
a If the loss on line 11 includes a loss from Form 4684, line 35, column (b)(ii), enter that part of the loss here. Enter the loss from income-producing property on Schedule A (Form 1040 or Form 1040-SR), line 16. (Do not include any loss on property used as an employee.) Identify as from "Form 4797, line 18a." See instructions						18a
b Redetermine the gain or (loss) on line 17 excluding the loss, if any, on line 18a. Enter here and on Schedule 1 (Form 1040 or Form 1040-SR), Part I, line 4						18b

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **4797** (2019)

Part III Gain From Disposition of Property Under Sections 1245, 1250, 1252, 1254, and 1255 (see instructions)

19 (a) Description of section 1245, 1250, 1252, 1254, or 1255 property:		(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)
A			
B			
C			
D			

These columns relate to the properties on lines 19A through 19D.		Property A	Property B	Property C	Property D
20	Gross sales price (Note: See line 1 before completing.)	20			
21	Cost or other basis plus expense of sale	21			
22	Depreciation (or depletion) allowed or allowable	22			
23	Adjusted basis. Subtract line 22 from line 21	23			
24	Total gain. Subtract line 23 from line 20	24			
25 If section 1245 property:					
a	Depreciation allowed or allowable from line 22	25a			
b	Enter the smaller of line 24 or 25a	25b			
26 If section 1250 property: If straight line depreciation was used, enter -0- on line 26g, except for a corporation subject to section 291.					
a	Additional depreciation after 1975	26a			
b	Applicable percentage multiplied by the smaller of line 24 or line 26a	26b			
c	Subtract line 26a from line 24. If residential rental property or line 24 isn't more than line 26a, skip lines 26d and 26e	26c			
d	Additional depreciation after 1969 and before 1976	26d			
e	Enter the smaller of line 26c or 26d	26e			
f	Section 291 amount (corporations only)	26f			
g	Add lines 26b, 26e, and 26f	26g			
27 If section 1252 property: Skip this section if you didn't dispose of farmland or if this form is being completed for a partnership.					
a	Soil, water, and land clearing expenses	27a			
b	Line 27a multiplied by applicable percentage	27b			
c	Enter the smaller of line 24 or 27b	27c			
28 If section 1254 property:					
a	Intangible drilling and development costs, expenditures for development of mines and other natural deposits, mining exploration costs, and depletion	28a			
b	Enter the smaller of line 24 or 28a	28b			
29 If section 1255 property:					
a	Applicable percentage of payments excluded from income under section 126	29a			
b	Enter the smaller of line 24 or 29a	29b			

Summary of Part III Gains. Complete property columns A through D through line 29b before going to line 30.

30	Total gains for all properties. Add property columns A through D, line 24	30	
31	Add property columns A through D, lines 25b, 26g, 27c, 28b, and 29b. Enter here and on line 13	31	
32	Subtract line 31 from line 30. Enter the portion from casualty or theft on Form 4684, line 33. Enter the portion from other than casualty or theft on Form 4797, line 6	32	

Part IV Recapture Amounts Under Sections 179 and 280F(b)(2) When Business Use Drops to 50% or Less (see instructions)

	(a) Section 179	(b) Section 280F(b)(2)
33	Section 179 expense deduction or depreciation allowable in prior years	33
34	Recomputed depreciation. See instructions	34
35	Recapture amount. Subtract line 34 from line 33. See the instructions for where to report	35

Form **4797**
Department of the Treasury
Internal Revenue Service**Sales of Business Property**
(Also Involuntary Conversions and Recapture Amounts Under Sections 179 and 280F(b)(2))

OMB No. 1545-0184

2019Attachment
Sequence No. **27**

▶ Attach to your tax return.

▶ Go to www.irs.gov/Form4797 for instructions and the latest information.

Name(s) shown on return

Identifying number

SAXON SHOES, INC.**54-0560987**

1 Enter the gross proceeds from sales or exchanges reported to you for 2019 on Form(s) 1099-B or 1099-S (or substitute statement) that you are including on line 2, 10, or 20. See instructions

1**Part I Sales or Exchanges of Property Used in a Trade or Business and Involuntary Conversions From Other Than Casualty or Theft - Most Property Held More Than 1 Year** (see instructions)

(a) Description of property	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Gross sales price	(e) Depreciation allowed or allowable since acquisition	(f) Cost or other basis, plus improvements and expense of sale	(g) Gain or (loss) Subtract (f) from the sum of (d) and (e)
2						

3 Gain, if any, from Form 4684, line 39

3

4 Section 1231 gain from installment sales from Form 6252, line 26 or 37

4

5 Section 1231 gain or (loss) from like-kind exchanges from Form 8824

5

6 Gain, if any, from line 32, from other than casualty or theft

6

7 Combine lines 2 through 6. Enter the gain or (loss) here and on the appropriate line as follows

7**Partnerships and S corporations.** Report the gain or (loss) following the instructions for Form 1065, Schedule K, line 10, or Form 1120-S, Schedule K, line 9. Skip lines 8, 9, 11, and 12 below.**Individuals, partners, S corporation shareholders, and all others.** If line 7 is zero or a loss, enter the amount from line 7 on line 11 below and skip lines 8 and 9. If line 7 is a gain and you didn't have any prior year section 1231 losses, or they were recaptured in an earlier year, enter the gain from line 7 as a long-term capital gain on the Schedule D filed with your return and skip lines 8, 9, 11, and 12 below.

8 Nonrecaptured net section 1231 losses from prior years. See instructions

8

9 Subtract line 8 from line 7. If zero or less, enter -0-. If line 9 is zero, enter the gain from line 7 on line 12 below. If line 9 is more than zero, enter the amount from line 8 on line 12 below and enter the gain from line 9 as a long-term capital gain on the Schedule D filed with your return. See instructions

9**Part II Ordinary Gains and Losses** (see instructions)

10 Ordinary gains and losses not included on lines 11 through 16 (include property held 1 year or less):

STATEMENT 18				110,313.	111,259.	-946.

11 Loss, if any, from line 7

11 ()

12 Gain, if any, from line 7 or amount from line 8, if applicable

12

13 Gain, if any, from line 31

13

14 Net gain or (loss) from Form 4684, lines 31 and 38a

14

15 Ordinary gain from installment sales from Form 6252, line 25 or 36

15

16 Ordinary gain or (loss) from like-kind exchanges from Form 8824

16

17 Combine lines 10 through 16

17 **-946.**

18 For all except individual returns, enter the amount from line 17 on the appropriate line of your return and skip lines a and b below. For individual returns, complete lines a and b below.

a If the loss on line 11 includes a loss from Form 4684, line 35, column (b)(ii), enter that part of the loss here. Enter the loss from income-producing property on Schedule A (Form 1040 or Form 1040-SR), line 16. (Do not include any loss on property used as an employee.) Identify as from "Form 4797, line 18a." See instructions**18a****b** Redetermine the gain or (loss) on line 17 excluding the loss, if any, on line 18a. Enter here and on Schedule 1 (Form 1040 or Form 1040-SR), Part I, line 4**18b**

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **4797** (2019)

Part III Gain From Disposition of Property Under Sections 1245, 1250, 1252, 1254, and 1255 (see instructions)

19 (a) Description of section 1245, 1250, 1252, 1254, or 1255 property:		(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)
A			
B			
C			
D			

These columns relate to the properties on lines 19A through 19D.		Property A	Property B	Property C	Property D
20	Gross sales price (Note: See line 1 before completing.)	20			
21	Cost or other basis plus expense of sale	21			
22	Depreciation (or depletion) allowed or allowable	22			
23	Adjusted basis. Subtract line 22 from line 21	23			
24	Total gain. Subtract line 23 from line 20	24			
25 If section 1245 property:					
a	Depreciation allowed or allowable from line 22	25a			
b	Enter the smaller of line 24 or 25a	25b			
26 If section 1250 property: If straight line depreciation was used, enter -0- on line 26g, except for a corporation subject to section 291.					
a	Additional depreciation after 1975	26a			
b	Applicable percentage multiplied by the smaller of line 24 or line 26a	26b			
c	Subtract line 26a from line 24. If residential rental property or line 24 isn't more than line 26a, skip lines 26d and 26e	26c			
d	Additional depreciation after 1969 and before 1976	26d			
e	Enter the smaller of line 26c or 26d	26e			
f	Section 291 amount (corporations only)	26f			
g	Add lines 26b, 26e, and 26f	26g			
27 If section 1252 property: Skip this section if you didn't dispose of farmland or if this form is being completed for a partnership.					
a	Soil, water, and land clearing expenses	27a			
b	Line 27a multiplied by applicable percentage	27b			
c	Enter the smaller of line 24 or 27b	27c			
28 If section 1254 property:					
a	Intangible drilling and development costs, expenditures for development of mines and other natural deposits, mining exploration costs, and depletion	28a			
b	Enter the smaller of line 24 or 28a	28b			
29 If section 1255 property:					
a	Applicable percentage of payments excluded from income under section 126	29a			
b	Enter the smaller of line 24 or 29a	29b			

Summary of Part III Gains. Complete property columns A through D through line 29b before going to line 30.

30	Total gains for all properties. Add property columns A through D, line 24	30	
31	Add property columns A through D, lines 25b, 26g, 27c, 28b, and 29b. Enter here and on line 13	31	
32	Subtract line 31 from line 30. Enter the portion from casualty or theft on Form 4684, line 33. Enter the portion from other than casualty or theft on Form 4797, line 6	32	

Part IV Recapture Amounts Under Sections 179 and 280F(b)(2) When Business Use Drops to 50% or Less (see instructions)

	(a) Section 179	(b) Section 280F(b)(2)
33	Section 179 expense deduction or depreciation allowable in prior years	33
34	Recomputed depreciation. See instructions	34
35	Recapture amount. Subtract line 34 from line 33. See the instructions for where to report	35

FORM 1120S	OTHER INCOME	STATEMENT	1
DESCRIPTION		AMOUNT	
MISCELLANEOUS INCOME		3,723.	
TOTAL TO FORM 1120S, PAGE 1, LINE 5		3,723.	

FORM 1120S	TAXES AND LICENSES	STATEMENT	2
DESCRIPTION		AMOUNT	
PAYROLL TAXES		107,273.	
TAXES AND LICENSES		185,314.	
TOTAL TO FORM 1120S, PAGE 1, LINE 12		292,587.	

FORM 1120S	OTHER DEDUCTIONS	STATEMENT	3
DESCRIPTION		AMOUNT	
AMORTIZATION EXPENSE		38,025.	
AUTO EXPENSE		3,274.	
BANK CREDIT CARD FEES		21,677.	
CASH (OVER)/SHORT		-15.	
CASUAL LABOR		16,394.	
COMPUTER CONTRACTS		52,951.	
COMPUTER SUPPORT		7,130.	
CREDIT CARD PROCESSING FEES		138,398.	
DUES AND SUBSCRIPTIONS		6,685.	
EQUIPMENT RENTAL		7,381.	
GROUP INSURANCE		33,539.	
HSA ADMINISTRATIVE FEES		261.	
INSURANCE		30,640.	
MEALS		2,050.	
OFFICE SUPPLIES AND POSTAGE		7,271.	
PAYROLL PROCESSING FEES		10,106.	
PROFESSIONAL FEES		25,791.	
PROFIT SHARING PLAN ADMINISTRATIVE		4,620.	
SECURITY		-5.	
SELLING SUPPLIES		48,193.	
TELEPHONE		120,513.	
TRAVEL		9,776.	
UTILITIES		60,482.	
TOTAL TO FORM 1120S, PAGE 1, LINE 19		645,137.	

SCHEDULE K	CHARITABLE CONTRIBUTIONS				STATEMENT	4
DESCRIPTION	NO LIMIT	50%, 60% OR 100% LIMIT	30% LIMIT	20% LIMIT		
CONTRIBUTIONS		29,866.				
TOTALS TO SCHEDULE K, LINE 12A		29,866.				

SCHEDULE K	OTHER ITEMS, LINE 17D				STATEMENT	5
DESCRIPTION					AMOUNT	
SECTION 199A - ORDINARY INCOME (LOSS)					-664,842.	
SECTION 199A - W-2 WAGES					1,419,214.	
SECTION 199A - UNADJUSTED BASIS OF ASSETS					1,785,820.	

SCHEDULE L	OTHER CURRENT ASSETS		STATEMENT	6
DESCRIPTION	BEGINNING OF TAX YEAR	END OF TAX YEAR		
ACCOUNTS RECEIVABLE - ADVERTISING	300.	0.		
LOANS TO EMPLOYEES	1,079.	2,141.		
PREPAID EXPENSES	76,077.	57,307.		
RETURNED CHECKS	2,158.	331.		
TOTAL TO SCHEDULE L, LINE 6	79,614.	59,779.		

SCHEDULE L	OTHER ASSETS		STATEMENT	7
DESCRIPTION	BEGINNING OF TAX YEAR	END OF TAX YEAR		
SECURITY DEPOSIT	4,874.	4,874.		
TOTAL TO SCHEDULE L, LINE 14	4,874.	4,874.		

SCHEDULE L	OTHER CURRENT LIABILITIES	STATEMENT	8
DESCRIPTION	BEGINNING OF TAX YEAR	END OF TAX YEAR	
401K PAYABLE		3,174.	
ACCORD NOTE PAYABLE	1,433,713.	0.	
ACCRUED EXPENSES	17,831.	16,287.	
ACCRUED SALARIES	82,850.	11,421.	
CUSTOMER DEPOSITS	957.	801.	
CUSTOMER REFUNDS PAYABLE	477.	92.	
EMPLOYEE FUND	2,508.	2,508.	
GARNISHMENTS	60.	182.	
GIFT CERTIFICATES PAYABLE	112,797.	125,977.	
HSA PAYABLE		199.	
SALES TAX PAYABLE	52,232.	46,735.	
TOTAL TO SCHEDULE L, LINE 18	1,703,425.	207,376.	

SCHEDULE L	ANALYSIS OF TOTAL RETAINED EARNINGS PER BOOKS	STATEMENT	9
DESCRIPTION	AMOUNT		
BALANCE AT BEGINNING OF YEAR	60,693.		
NET INCOME PER BOOKS	-859,193.		
DISTRIBUTIONS	0.		
OTHER INCREASES (DECREASES)			
BALANCE AT END OF YEAR - SCHEDULE L, LINE 24, COLUMN (D)	-798,500.		

SCHEDULE K	ADJUSTED GAIN OR LOSS	STATEMENT	10
DESCRIPTION	TOTAL AMOUNT	25%/28% RATE AMOUNT	
ADJUSTED GAIN OR LOSS ALLOCABLE TO:			
ORDINARY GAIN OR LOSS	-93.		
SECTION 1231 GAIN OR LOSS			
SHORT-TERM CAPITAL GAIN OR LOSS			
LONG-TERM CAPITAL GAIN OR LOSS			
UNRECAPTURED SECTION 1250 GAIN - 25% RATE AMOUNT			

SCHEDULE K	NONDEDUCTIBLE EXPENSES	STATEMENT	11
DESCRIPTION	AMOUNT		
OFFICER LIFE INSURANCE	11,341.		
EXCLUDED MEALS AND ENTERTAINMENT EXPENSES	2,050.		
TOTAL TO SCHEDULE K, LINE 16C	13,391.		

SCHEDULE M-1	INCOME INCLUDED ON SCHEDULE K NOT RECORDED ON BOOKS THIS YEAR	STATEMENT	12
DESCRIPTION	AMOUNT		
TAX GAIN/LOSS ON SALE OF ASSETS IN EXCESS OF BOOK	3,418.		
TOTAL TO SCHEDULE M-1, LINE 2	3,418.		

SCHEDULE M-1	EXPENSES RECORDED ON BOOKS THIS YEAR NOT INCLUDED ON SCHEDULE K	STATEMENT	13
DESCRIPTION	AMOUNT		
OFFICER LIFE INSURANCE	11,341.		
TOTAL TO SCHEDULE M-1, LINE 3	11,341.		

SCHEDULE M-1 DEDUCTIONS ON SCHEDULE K STATEMENT 14
NOT CHARGED AGAINST BOOK INCOME THIS YEAR

DESCRIPTION	AMOUNT
EXCESS TAX OVER BOOK AMORTIZATION	1,697.
TOTAL TO SCHEDULE M-1, LINE 6	1,697.

SCHEDULE M-2 ACCUMULATED ADJUSTMENTS ACCOUNT- OTHER REDUCTIONS STATEMENT 15

DESCRIPTION	AMOUNT
CHARITABLE CONTRIBUTIONS	29,866.
NONDEDUCTIBLE EXPENSES	13,391.
TOTAL TO SCHEDULE M-2, LINE 5 - COLUMN (A)	43,257.

FORM 1125-A OTHER COSTS STATEMENT 16

DESCRIPTION	AMOUNT
FREIGHT	292,544.
INVENTORY LOSS	15,912.
SHOE REPAIRS	1,064.
TOTAL TO LINE 5	309,520.

FORM 4797 ORDINARY GAINS AND LOSSES STATEMENT 17

DESCRIPTION OF PROPERTY	DATE ACQUIRED	DATE SOLD	SALES PRICE	DEPR ALLOWED	COST OR BASIS	GAIN OR LOSS
NICE LABEL SOFTWARE	10/28/09	07/01/19		922.	922.	0.
IMPORTSTAR LICENSE	11/13/09	07/01/19		625.	625.	0.
COMPUTER RESOLUTION UPGRADE	11/14/09	07/01/19		270.	270.	0.
VA-STC-TI 2CXOJ656078	08/16/10	07/01/19		355.	355.	0.
VA-STC-T2 2CXOJ656036	08/16/10	07/01/19		355.	355.	0.
VA-STC-T2	08/16/10	07/01/19				
ETLBY081780190267F4204				122.	122.	0.
VA-STC-VM1 4GB 240-PIN 512MX72	09/28/10	07/01/19		630.	630.	0.

VA-STC-VM2 4GB 240-PIN	09/28/10	07/01/19			
512MX72			630.	630.	0.
BRIGHTON FIXTURE	12/07/10	07/01/19	232.	232.	0.
CISCO HWIC-3G-CDMA-V	04/21/10	07/01/19			
HOME-GARY-RT193					
FOC14092			551.	551.	0.
FUTURE MEMORY 64MB	04/29/10	07/01/19			
COMPACT FLASH CARD					
HOME-EV			75.	75.	0.
TC A58 SFF PDC/2.6 2GB	04/29/10	07/01/19			
250GB DVDR WINDOWS 7			439.	439.	0.
FUTURE MEMORY 64MB	04/29/10	07/01/19			
COMPACT FLASH CARD					
HOME-GA			75.	75.	0.
CISCO 1841 128MB:256MB	05/04/10	07/01/19			
DRAM UPGRADE HOME-EVAN			75.	75.	0.
CISCO 1841 128MB:256MB	05/04/10	07/01/19			
DRAM UPGRADE HOME-GARY			75.	75.	0.
WYSE C50LE VA-SPTC-ST1	06/09/10	07/01/19			
2CZDJ300080			346.	346.	0.
HOME-EVAN-HPLJ3015	08/16/10	07/01/19			
VNBCB5M2MX			707.	707.	0.
CISCO CP-7921G-A-K9	11/09/10	07/01/19			
SIAC14300024			341.	341.	0.
CISCO CP-BATT-7921G-E	11/09/10	07/01/19	62.	62.	0.
TESTC50LE WYSE C50LE	12/07/10	07/01/19			
2CZDJA0094			355.	355.	0.
VA=SPTC-OFFT8 WYSE	12/07/10	07/01/19			
C50LE 2CZDJA00123			355.	355.	0.
ACER 17" TFR LCD VGA	04/29/10	07/01/19			
VA-SPTC-OFF12			118.	118.	0.
TC A58 SFF PDC/2.6 2GB	04/29/10	07/01/19			
250GB DVDR WIND 7			439.	439.	0.
VA-SPTC-OFF2A MJVMY70	08/16/10	07/01/19			
7522P1U			486.	486.	0.
VA-SPTC-T2 2CZOJ656077	08/16/10	07/01/19			
C50LE			355.	355.	0.
VA-SPTC-T2	08/16/10	07/01/19			
ETLBY08178019026194204			122.	122.	0.
VA-SPTC-OFFT1 WYSE	12/07/10	07/01/19			
C50LE			355.	355.	0.
VA-SPTC-OFFT3 WYSE	12/07/10	07/01/19			
C50LE			355.	355.	0.
SOFTWARE	04/01/10	07/01/19	150.	150.	0.
VA-SPTC-TS1	11/03/10	07/01/19			
PRIMALSCRIPT 2009 PROG					
SOFTWARE			299.	299.	0.
(2) CISCO	09/08/11	07/01/19			
WS-C2960-24PS-S			2,118.	2,118.	0.
(2) CISCO SMARTNET -	09/08/11	07/01/19			
SNTP			299.	299.	0.
VMWARE VS4-STD-C	06/01/11	07/01/19	2,640.	2,640.	0.
VA-STPC-VM4, HARD	01/11/11	07/01/19			
DRIVES			640.	640.	0.

WYSE C50LE, 2CZDJC01737	01/25/11	07/01/19	336.	336.	0.
COMPUTER EQUIP	05/05/11	07/01/19	208.	208.	0.
KINGSTON 8GB MEMORY	05/10/11	07/01/19			
KIT FOR IBM TYPE 7979			1,120.	1,120.	0.
IBM 79T4230 INTEL ETH	05/10/11	07/01/19			
DUAL PT SVR ADPT I340T2			400.	400.	0.
INTEL X5450 PROCESSOR	06/01/11	07/01/19			
(2)			1,060.	1,060.	0.
INTEL E5420 PROCESSOR	06/01/11	07/01/19	465.	465.	0.
KINGSTON 8 GB MEMORY	06/01/11	07/01/19			
KIT FOR IBM TYPE7979					
(2)			2,240.	2,240.	0.
WYSE FOR 902169-01K	07/26/11	07/01/19	387.	387.	0.
WYSE 902169-01L	09/08/11	07/01/19	387.	387.	0.
CISCO CP-7945	09/08/11	07/01/19	305.	305.	0.
CISCO 3G-ANTM-OUT-OM	09/08/11	07/01/19	137.	137.	0.
CISCO CPDSKCH-7921GB	09/08/11	07/01/19	123.	123.	0.
WYSE C50LE W/ MOUNT BRACKET	01/11/11	07/01/19	355.	355.	0.
ACRE MT-V193DJBM	01/11/11	07/01/19	159.	159.	0.
HP J8021A	01/25/11	07/01/19	278.	278.	0.
RAM FOR SERVERS	09/01/12	07/01/19	3,360.	3,360.	0.
2 VIEWSONIC LED LCD DISPLAYS	01/06/12	07/01/19	390.	390.	0.
GRAPHICS CARD	01/06/12	07/01/19	456.	456.	0.
CISCO AIR-AP1131AG, CON-SNTP-AIRAP	01/06/12	07/01/19	536.	536.	0.
COMPUTER EQUIPMENT	01/05/12	07/01/19	1,196.	1,196.	0.
PALO ALTO PAN-PA-500	04/09/12	07/01/19	3,624.	3,624.	0.
COMPUTER EQUIPMENT	05/20/12	07/01/19	147.	147.	0.
COMPUTER EQUIPMENT	06/12/12	07/01/19	1,525.	1,525.	0.
COMPUTER EQUIPMENT	08/30/12	07/01/19	1,015.	1,015.	0.
LENOVA THINK CENTER M92P	08/31/12	07/01/19	785.	785.	0.
4 BARCODE READERS FOR IPOD	09/19/12	07/01/19	2,020.	2,020.	0.
COMPUTER EQUIPMENT	10/04/12	07/01/19	202.	202.	0.
(2) CISCO	03/01/12	07/01/19			
WS-C37502G-24 AND COMPONENTS			7,362.	7,362.	0.
CISCO AIR-AP1131AG-A-K	03/01/12	07/01/19			
ET AL			783.	783.	0.
COMPUTER EQUIP	04/18/12	07/01/19	118.	118.	0.
(2) RR SYSTEM X3650 M3	07/03/12	07/01/19			
EXON ET AL			10,156.	10,156.	0.
(4) RR 600GB SAS 10K	07/03/12	07/01/19			
RPM ET AL			2,216.	2,216.	0.
(8) 16GB ECC DDR3 PC3L	07/03/12	07/01/19	3,360.	3,360.	0.
COMPUTER EQUIP	09/01/12	07/01/19	1,682.	1,682.	0.
(4) WYSE 902169-01L	10/31/12	07/01/19	1,548.	1,548.	0.
(4) WYSE 920277-01L	10/31/12	07/01/19	76.	76.	0.
LENOVA 3311B1U AND PORT REPLICATOR	11/30/12	07/01/19	1,191.	1,191.	0.

:ENOVA 23594DU AND 04W8693	11/30/12 07/01/19	929.	929.	0.
(2) CISCO WS-C37502G-24	11/30/12 07/01/19	2,900.	2,900.	0.
(2) CISCO SMARTNET 8X5X NBD	11/30/12 07/01/19	2,659.	2,659.	0.
(3) ACRE V193W COMPUTER EQUIP	08/31/12 07/01/19 04/04/12 07/01/19	324. 904.	324. 904.	0. 0.
WYSE 920227-01L X4 AND 902169-01L X3	08/31/12 07/01/19	1,624.	1,624.	0.
LENOVA 3311B1U CISCO 7965G	11/30/12 07/01/19 08/31/12 07/01/19	5,045. 1,170.	5,045. 1,170.	0. 0.
LENOVO 3311B1U NICELABEL N4 US	11/30/12 07/01/19 01/06/12 07/01/19	1,009. 1,400.	1,009. 1,400.	0. 0.
VS5-STD-C VSPHERE V5 COMPUTER EQUIP	07/03/12 07/01/19 01/16/13 07/01/19	3,520. 12.	3,520. 12.	0. 0.
SYMBOL DS 6707 2D USB LASER BARCODE SCANNER	04/16/13 07/01/19	401.	401.	0.
51046-85189933125 248-479-2210	05/04/13 07/01/19	170.	170.	0.
51046-05976183001084-7 7-1862	05/22/13 07/01/19	52.	52.	0.
UPGRADE FOR IBM SYSTEM X 3650	09/04/13 07/01/19	1,368.	1,368.	0.
2 HP LASERJET 1102W HP L2715A	09/10/13 07/01/19 09/10/13 07/01/19	278. 575.	278. 575.	0. 0.
51046-015283471 310-257-6722	11/13/13 07/01/19	3,985.	3,985.	0.
51046-184550115-118455 115	11/22/13 07/01/19	810.	810.	0.
MEMORY UPGRADE COMPUTER EQUIP	01/30/14 07/01/19 02/03/14 07/01/19	3,964. 1,000.	3,964. 1,000.	0. 0.
LENOVA THINKPAD T530 2392ARU NOTEBOOK	03/07/14 07/01/19	1,531.	1,531.	0.
3 IBM 73.4GB SAS HOT SWAP 2.5 INTERNAL DRIVES	07/22/15 07/01/19	288.	305.	-17.
REPLACEMENT ACCESS PTS - UBIQUITI UNIFI AP-AC	09/07/15 07/01/19	763.	810.	-47.
TP T540P I7-4700MQ 2.4GB 500GB DVDRW	04/21/15 07/01/19	1,395.	1,480.	-85.
THINKPAD ULTRA DOCK 170W	04/21/15 07/01/19	238.	253.	-15.
CISCO ME-3400 -12CS-A SWITCH 12 PORTS EXTERNA	01/01/16 07/01/19	442.	499.	-57.
CISCO 7206VXR W/ NPE-G1 C7200-I/O-2FE/E PA-2F	01/01/16 07/01/19	256.	289.	-33.
CISCO 7206VXR W/ NPE-G2 1GB DRAM & DUAL AC PO	01/02/16 07/01/19	796.	900.	-104.
IT BASE - 7206VXR ROUTERS	01/06/16 07/01/19	938.	1,060.	-122.

INGENICO	09/15/16	07/01/19			
ISC480-11P2809A-ISC480					
SIGNATURE CAP			595.	673.	-78.
MOBILEMARK WHITE	06/14/17	07/01/19			
5-IN-1 ROOF ANTENNA			257.	318.	-61.
CISCO VPN MODULE FOR	09/19/17	07/01/19			
ROUTER			970.	1,200.	-230.
CISCO 1840 ROUTER 19'	09/29/15	07/01/19			
RACK MOUNT KIT			64.	68.	-4.
TOTALS TO FORM 4797, LINE 10			110,313.	111,166.	-853.

AMT 4797 ORDINARY GAINS AND LOSSES STATEMENT 18

DESCRIPTION OF PROPERTY	DATE ACQUIRED	DATE SOLD	SALES PRICE	DEPR ALLOWED	COST OR BASIS	GAIN OR LOSS
NICE LABEL SOFTWARE	10/28/09	07/01/19		922.	922.	0.
IMPORTSTAR LICENSE	11/13/09	07/01/19		625.	625.	0.
COMPUTER RESOLUTION	11/14/09	07/01/19				
UPGRADE				270.	270.	0.
VA-STC-TI 2CXOJ656078	08/16/10	07/01/19		355.	355.	0.
VA-STC-T2 2CXOJ656036	08/16/10	07/01/19		355.	355.	0.
VA-STC-T2	08/16/10	07/01/19				
ETLBY081780190267F4204				122.	122.	0.
VA-STC-VM1 4GB 240-PIN	09/28/10	07/01/19				
512MX72				630.	630.	0.
VA-STC-VM2 4GB 240-PIN	09/28/10	07/01/19				
512MX72				630.	630.	0.
BRIGHTON FIXTURE	12/07/10	07/01/19		232.	232.	0.
CISCO HWIC-3G-CDMA-V	04/21/10	07/01/19				
HOME-GARY-RT193						
FOC14092				551.	551.	0.
FUTURE MEMORY 64MB	04/29/10	07/01/19				
COMPACT FLASH CARD						
HOME-EV				75.	75.	0.
TC A58 SFF PDC/2.6 2GB	04/29/10	07/01/19				
250GB DVDR WINDOWS 7				439.	439.	0.
FUTURE MEMORY 64MB	04/29/10	07/01/19				
COMPACT FLASH CARD						
HOME-GA				75.	75.	0.
CISCO 1841 128MB:256MB	05/04/10	07/01/19				
DRAM UPGRADE HOME-EVAN				75.	75.	0.
CISCO 1841 128MB:256MB	05/04/10	07/01/19				
DRAM UPGRADE HOME-GARY				75.	75.	0.
WYSE C50LE VA-SPTC-ST1	06/09/10	07/01/19				
2CZDJ300080				346.	346.	0.
HOME-EVAN-HPLJ3015	08/16/10	07/01/19				
VNBCB5M2MX				707.	707.	0.

CISCO CP-7921G-A-K9	11/09/10	07/01/19			
SIAC14300024			341.	341.	0.
CISCO CP-BATT-7921G-E	11/09/10	07/01/19	62.	62.	0.
TESTC50LE WYSE C50LE	12/07/10	07/01/19			
2CZDJA0094			355.	355.	0.
VA=SPTC-OFFT8 WYSE	12/07/10	07/01/19			
C50LE 2CZDJA00123			355.	355.	0.
ACER 17" TFR LCD VGA	04/29/10	07/01/19			
VA-SPTC-OFF12			118.	118.	0.
TC A58 SFF PDC/2.6 2GB	04/29/10	07/01/19			
250GB DVDR WIND 7			439.	439.	0.
VA-SPTC-OFF2A MJVMY70	08/16/10	07/01/19			
7522P1U			486.	486.	0.
VA-SPTC-T2 2CZOJ656077	08/16/10	07/01/19			
C50LE			355.	355.	0.
VA-SPTC-T2	08/16/10	07/01/19			
ETLBY08178019026194204			122.	122.	0.
VA-SPTC-OFFT1 WYSE	12/07/10	07/01/19			
C50LE			355.	355.	0.
VA-SPTC-OFFT3 WYSE	12/07/10	07/01/19			
C50LE			355.	355.	0.
SOFTWARE	04/01/10	07/01/19	150.	150.	0.
VA-SPTC-TS1	11/03/10	07/01/19			
PRIMALSCRIPT 2009 PROG					
SOFTWARE			299.	299.	0.
(2) CISCO	09/08/11	07/01/19			
WS-C2960-24PS-S			2,118.	2,118.	0.
(2) CISCO SMARTNET -	09/08/11	07/01/19			
SNTP			299.	299.	0.
VMWARE VS4-STD-C	06/01/11	07/01/19	2,640.	2,640.	0.
VA-STPC-VM4, HARD	01/11/11	07/01/19			
DRIVES			640.	640.	0.
WYSE C50LE,	01/25/11	07/01/19			
2CZDJC01737			336.	336.	0.
COMPUTER EQUIP	05/05/11	07/01/19	208.	208.	0.
KINGSTON 8GB MEMORY	05/10/11	07/01/19			
KIT FOR IBM TYPE 7979			1,120.	1,120.	0.
IBM 79T4230 INTEL ETH	05/10/11	07/01/19			
DUAL PT SVR ADPT					
I340T2			400.	400.	0.
INTEL X5450 PROCESSOR	06/01/11	07/01/19			
(2)			1,060.	1,060.	0.
INTEL E5420 PROCESSOR	06/01/11	07/01/19	465.	465.	0.
KINGSTON 8 GB MEMORY	06/01/11	07/01/19			
KIT FOR IBM TYPE7979					
(2)			2,240.	2,240.	0.
WYSE FOR 902169-01K	07/26/11	07/01/19	387.	387.	0.
WYSE 902169-01L	09/08/11	07/01/19	387.	387.	0.
CISCO CP-7945	09/08/11	07/01/19	305.	305.	0.
CISCO 3G-ANTM-OUT-OM	09/08/11	07/01/19	137.	137.	0.
CISCO CPDSKCH-7921GB	09/08/11	07/01/19	123.	123.	0.
WYSE C50LE W/ MOUNT	01/11/11	07/01/19			
BRACKET			355.	355.	0.
ACRE MT-V193DJBM	01/11/11	07/01/19	159.	159.	0.

HP J8021A	01/25/11	07/01/19	278.	278.	0.
RAM FOR SERVERS	09/01/12	07/01/19	3,360.	3,360.	0.
2 VIEWSONIC LED LCD	01/06/12	07/01/19			
DISPLAYS			390.	390.	0.
GRAPHICS CARD	01/06/12	07/01/19	456.	456.	0.
CISCO AIR-AP1131AG,	01/06/12	07/01/19			
CON-SNTP-AIRAP			536.	536.	0.
COMPUTER EQUIPMENT	01/05/12	07/01/19	1,196.	1,196.	0.
PALO ALTO PAN-PA-500	04/09/12	07/01/19	3,624.	3,624.	0.
COMPUTER EQUIPMENT	05/20/12	07/01/19	147.	147.	0.
COMPUTER EQUIPMENT	06/12/12	07/01/19	1,525.	1,525.	0.
COMPUTER EQUIPMENT	08/30/12	07/01/19	1,015.	1,015.	0.
LENOVA THINK CENTER	08/31/12	07/01/19			
M92P			785.	785.	0.
4 BARCODE READERS FOR	09/19/12	07/01/19			
IPOD			2,020.	2,020.	0.
COMPUTER EQUIPMENT	10/04/12	07/01/19	202.	202.	0.
(2) CISCO	03/01/12	07/01/19			
WS-C37502G-24 AND					
COMPONENTS			7,362.	7,362.	0.
CISCO AIR-AP1131AG-A-K	03/01/12	07/01/19			
ET AL			783.	783.	0.
COMPUTER EQUIP	04/18/12	07/01/19	118.	118.	0.
(2) RR SYSTEM X3650 M3	07/03/12	07/01/19			
EXON ET AL			10,156.	10,156.	0.
(4) RR 600GB SAS 10K	07/03/12	07/01/19			
RPM ET AL			2,216.	2,216.	0.
(8) 16GB ECC DDR3 PC3L	07/03/12	07/01/19	3,360.	3,360.	0.
COMPUTER EQUIP	09/01/12	07/01/19	1,682.	1,682.	0.
(4) WYSE 902169-01L	10/31/12	07/01/19	1,548.	1,548.	0.
(4) WYSE 920277-01L	10/31/12	07/01/19	76.	76.	0.
LENOVA 3311B1U AND	11/30/12	07/01/19			
PORT REPLICATOR			1,191.	1,191.	0.
:ENOVA 23594DU AND	11/30/12	07/01/19			
04W8693			929.	929.	0.
(2) CISCO	11/30/12	07/01/19			
WS-C37502G-24			2,900.	2,900.	0.
(2) CISCO SMARTNET	11/30/12	07/01/19			
8X5X NBD			2,659.	2,659.	0.
(3) ACRE V193W	08/31/12	07/01/19	324.	324.	0.
COMPUTER EQUIP	04/04/12	07/01/19	904.	904.	0.
WYSE 920227-01L X4 AND	08/31/12	07/01/19			
902169-01L X3			1,624.	1,624.	0.
LENOVA 3311B1U	11/30/12	07/01/19	5,045.	5,045.	0.
CISCO 7965G	08/31/12	07/01/19	1,170.	1,170.	0.
LENOVO 3311B1U	11/30/12	07/01/19	1,009.	1,009.	0.
NICELABEL N4 US	01/06/12	07/01/19	1,400.	1,400.	0.
VS5-STD-C VSPHERE V5	07/03/12	07/01/19	3,520.	3,520.	0.
COMPUTER EQUIP	01/16/13	07/01/19	12.	12.	0.
SYMBOL DS 6707 2D USB	04/16/13	07/01/19			
LASER BARCODE SCANNER			401.	401.	0.
51046-85189933125	05/04/13	07/01/19			
248-479-2210			170.	170.	0.
51046-05976183001084-7	05/22/13	07/01/19			
7-1862			52.	52.	0.

UPGRADE FOR IBM SYSTEM	09/04/13	07/01/19			
X 3650			1,368.	1,368.	0.
2 HP LASERJET 1102W	09/10/13	07/01/19	278.	278.	0.
HP L2715A	09/10/13	07/01/19	575.	575.	0.
51046-015283471	11/13/13	07/01/19			
310-257-6722			3,985.	3,985.	0.
51046-184550115-118455	11/22/13	07/01/19			
115			810.	810.	0.
MEMORY UPGRADE	01/30/14	07/01/19	3,964.	3,964.	0.
COMPUTER EQUIP	02/03/14	07/01/19	1,000.	1,000.	0.
LENOVA THINKPAD T530	03/07/14	07/01/19			
2392ARU NOTEBOOK			1,531.	1,531.	0.
3 IBM 73.4GB SAS HOT	07/22/15	07/01/19			
SWAP 2.5 INTERNAL					
DRIVES			288.	305.	-17.
REPLACEMENT ACCESS PTS	09/07/15	07/01/19			
- UBIQUITI UNIFI AP-AC			763.	810.	-47.
TP T540P I7-4700MQ	04/21/15	07/01/19			
2.4GB 500GB DVDRW			1,395.	1,480.	-85.
THINKPAD ULTRA DOCK	04/21/15	07/01/19			
170W			238.	253.	-15.
CISCO ME-3400 -12CS-A	01/01/16	07/01/19			
SWITCH 12 PORTS					
EXTERNA			442.	499.	-57.
CISCO 7206VXR W/	01/01/16	07/01/19			
NPE-G1 C7200-I/O-2FE/E					
PA-2F			256.	289.	-33.
CISCO 7206VXR W/	01/02/16	07/01/19			
NPE-G2 1GB DRAM & DUAL					
AC PO			796.	900.	-104.
IT BASE - 7206VXR	01/06/16	07/01/19			
ROUTERS			938.	1,060.	-122.
INGENICO	09/15/16	07/01/19			
ISC480-11P2809A-ISC480					
SIGNATURE CAP			595.	673.	-78.
MOBILEMARK WHITE	06/14/17	07/01/19			
5-IN-1 ROOF ANTENNA			257.	338.	-81.
CISCO VPN MODULE FOR	09/19/17	07/01/19			
ROUTER					
			970.	1,273.	-303.
CISCO 1840 ROUTER 19'	09/29/15	07/01/19			
RACK MOUNT KIT			64.	68.	-4.
TOTALS TO AMT FORM 4797, LINE 10			110,313.	111,259.	-946.

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For calendar year 2019, or tax
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OMB No. 1545-0123

► See separate instructions.

A Corporation's employer identification number
54-0560987

SAXON SHOES, INC.
11800 WEST BROAD STREET #2750
RICHMOND, VA 23233

C IRS Center where corporation filed return
E-FILE

D Shareholder's identifying number

SUSAN W. ADOLF
9505 BRANWAY COURT
RICHMOND, VA 23229

F	Shareholder's percentage of stock ownership for tax year	%

1	Ordinary business income (loss)	13	Credits
2	Net rental real estate inc (loss)		
3	Other net rental income (loss)		
4	Interest income		
5a	Ordinary dividends		
5b	Qualified dividends	14	Foreign transactions
6	Royalties		
7	Net short-term capital gain (loss)		
8a	Net long-term capital gain (loss)		
8b	Collectibles (28%) gain (loss)		
8c	Unrecaptured sec 1250 gain		
9	Net section 1231 gain (loss)		
10	Other income (loss)	15	Alternative min tax (AMT) items
11	Section 179 deduction	16	Items affecting shareholder basis
12	Other deductions		
		17	Other information
		V *	STMT
18	<input type="checkbox"/> More than one activity for at-risk purposes*		
19	<input type="checkbox"/> More than one activity for passive activity purposes*		
*See attached statement for additional information.			

*See attached statement for additional information.

SCHEDULE K-1 SECTION 199A ADDITIONAL INFORMATION

THE SECTION 199A AMOUNTS TO BE USED IN THE CALCULATION OF THE QUALIFIED BUSINESS INCOME DEDUCTION ON YOUR 1040/1041 RETURN ARE REPORTED ON LINE 17, UNDER CODE V. PLEASE CONSULT YOUR TAX ADVISOR REGARDING THE CALCULATION OF QUALIFIED BUSINESS INCOME DEDUCTION, INCLUDING THE POSSIBLE AGGREGATIONS AND LIMITATIONS THAT MAY APPLY AND THE FILING OF THE 1.199A-4(C)(2)(I) ANNUAL DISCLOSURE STATEMENT.

SCHEDULE K-1 SECTION 199A ITEMS, BOX 17
CODE V

DESCRIPTION	AMOUNT
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TRADE OR BUSINESS

Shareholder Basis Worksheet

Shareholder Number: 1 Shareholder Name: SUSAN W. ADOLF Shareholder ID Number: Ownership Percentage: %	Year Ended: DECEMBER 31, 2019 S Corporation Name: SAXON SHOES, INC. S Corporation ID Number: 54-0560987
---	--

Stock Basis

1. a. Stock basis, beginning of year (Not less than zero)	0.	
b. Additional capital contributions		
2. Increases:		
a. Ordinary income from trade or business		
b. Net income from rental real estate activities		
c. Net income from other rental activities		
d. Net short-term capital gains		
e. Net long-term capital gains		
f. Other portfolio income		
g. Net gain under Section 1231		
h. Other income		
i. Tax exempt interest income		
j. Other tax-exempt income		
k. Section 179 recapture		
l. Depletion (other than oil and gas) in excess of basis		
m. Other increases:		
3. Total increases (Add lines 2(a) through 2(m))		
4. Total increases to stock basis (Add lines 1 and 3)		
5. Less: Distributions		
6. Subtract line 5 from line 4 (Not less than zero)		
7. Decreases:		
a. Ordinary losses from trade or business		
b. Net losses from rental real estate activities		
c. Net losses from other rental activities		
d. Net short-term capital losses		
e. Net long-term capital losses		
f. Other portfolio losses		
g. Net losses under Section 1231		
h. Other deductions		
i. Charitable contributions		
j. Section 179 expense deduction		
k. Deductions related to portfolio income (losses)		
l. Interest expense on investment debts		
m. Foreign taxes paid or accrued		
n. Section 59(e) expenditures		
o. Nondeductible expenses		
p. Oil and gas depletion		
q. Other decreases:		
r. Disallowed prior year's losses and deductions	502,760.	
8. Total decreases (Add lines 7(a) through 7(r))		502,760.
9. Net increases or decreases to basis (Subtract line 8 from line 6)		-502,760.
10. Less: Net increases applied to debt basis		
11. Stock basis, end of year (Subtract line 10 from line 9) (Not less than zero)		0.

Shareholder Basis Worksheet, Continued

Shareholder Number: 1	Year Ended: DECEMBER 31, 2019
Shareholder Name: SUSAN W. ADOLF	Shareholder ID Number:

Debt Basis

12. Debt basis, beginning of year (Not less than zero)	0.
13. Loans made during the year	
14. Restoration of debt basis (from line 10)	
15. Subtotal (Add lines 13 and 14)	
16. Less: Loan repayments	
17. Gain from loan repayments	
18. Other adjustments:	
19. Subtotal (Combine lines 12, 15, 16, 17 and 18)	
20. Applied against excess loss and deductions	
21. Debt basis, end of year (Not less than zero)	0.
22. Total shareholder stock and debt basis, end of year (Add lines 11 and 21) (Not less than zero)	0.

Gain on Distributions

23. Distributions	
24. Less: Basis before distributions	
25. Enter excess of line 23 over line 24 (capital gain)	

Carryover

	Total Disallowed Losses	Debt Basis Applied Against Excess Losses and Deductions
26. Beginning of year	502,760.	
27. Add: Losses and deductions this year		
28. Less: Applied this year		
29. Less: Excess nondeductible expenses		
30. End of year (Not less than zero)	502,760.	

Allocation of Losses and Deductions

Shareholder Number: 1	Year Ended:
Shareholder Name: SUSAN W. ADOLF	DECEMBER 31, 2019
	Shareholder ID Number:

	(a) Beginning of Year and Current Year Losses and Deductions	(b) %	(c) Allowable Losses and Deductions in Current Year	(d) Disallowed Losses and Deductions (Carryover to Next Year)
Ordinary losses from trade or business	277,147.	95.571886		277,147.
Net losses from rental real estate activities				
Net losses from other rental activities				
Net short-term capital losses				
Net long-term capital losses				
Other portfolio losses				
Net losses under Section 1231	164.	.056554		164.
Other deductions				
Charitable contributions	9,876.	3.405658		9,876.
Section 179 expense deduction	2,801.	.965902		2,801.
Deductions related to portfolio income (losses)				
Interest expense on investment debts				
Foreign taxes paid or accrued				
Section 59(e) expenditures				
Other decreases				
Total deductible losses and deductions	289,988.	100.000000		289,988.
Nondeductible expenses	212,772.	100.000000		212,772.
Oil and gas depletion				
Total nondeductible expenses and oil and gas depletion	212,772.	100.000000		212,772.
Totals	502,760.			502,760.

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For calendar year 2019, or tax
year beginning _____
ending _____

OMB No. 1545-0123

1	Ordinary business income (loss) - 440,953.	13	Credits
2	Net rental real estate inc (loss)		
3	Other net rental income (loss)		
4	Interest income		
5a	Ordinary dividends		
5b	Qualified dividends	14	Foreign transactions
6	Royalties		
7	Net short-term capital gain (loss)		
8a	Net long-term capital gain (loss)		
8b	Collectibles (28%) gain (loss)		
8c	Unrecaptured sec 1250 gain		
9	Net section 1231 gain (loss)		
10	Other income (loss)	15	Alternative min tax (AMT) items - 224.
		A	
		B	- 62.
11	Section 179 deduction	16	Items affecting shareholder basis
12	Other deductions	C*	8,882.
A	19,808.		
		17	Other information
		V*	STMT
18	<input type="checkbox"/> More than one activity for at-risk purposes*		
19	<input type="checkbox"/> More than one activity for passive activity purposes*		
*See attached statement for additional information.			

F	Shareholder's percentage of stock ownership for tax year	66.324533%
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11-15-19 LHA For Paperwork Reduction Act Notice, see Instructions for Form 1120-S. www.irs.gov/Form1120S Schedule K-1 (Form 1120-S) 2019

SCHEDULE K-1

FOOTNOTES

INFORMATION TO CALCULATE THE POTENTIAL QUALIFIED BUSINESS INCOME DEDUCTION UNDER SECTION 199A IS BEING PROVIDED ON SCHEDULE K-1 AND SUPPORTING SCHEDULES WHERE APPLICABLE. THE POTENTIAL DEDUCTION IS SUBJECT TO VARIOUS LIMITATIONS COMPUTED ON AN INDIVIDUAL OWNER OR BENEFICIARY'S INCOME TAX RETURN. EACH TAXPAYER MUST DETERMINE THEIR ALLOWABLE DEDUCTION. PRESENTATION OF THE REQUIRED INFORMATION INDICATES NEITHER ALLOWANCE OF, NOR THE AMOUNT OF, ANY DEDUCTION.

QBI INCOME REPORTED IN THE STATEMENTS TO THIS K-1 HAS NOT BEEN REDUCED BY THE AMOUNT OF CHARITABLE CONTRIBUTIONS REPORTED ON THE FACE OF THE K-1. PLEASE CONSULT YOUR TAX ADVISOR REGARDING PROPER TREATMENT IN THE CALCULATION OF ANY POTENTIAL DEDUCTION UNDER IRC SECTION 199A.

SCHEDULE K-1

NONDEDUCTIBLE EXPENSES, BOX 16, CODE C

DESCRIPTION	AMOUNT	SHAREHOLDER FILING INSTRUCTIONS
EXCLUDED MEALS AND ENTERTAINMENT EXPENSES	1,360.	SEE SHAREHOLDERS INSTRUCTIONS
OFFICER LIFE INSURANCE	7,522.	
TOTAL	8,882.	

SCHEDULE K-1 SECTION 199A ADDITIONAL INFORMATION

THE SECTION 199A AMOUNTS TO BE USED IN THE CALCULATION OF THE QUALIFIED BUSINESS INCOME DEDUCTION ON YOUR 1040/1041 RETURN ARE REPORTED ON LINE 17, UNDER CODE V. PLEASE CONSULT YOUR TAX ADVISOR REGARDING THE CALCULATION OF QUALIFIED BUSINESS INCOME DEDUCTION, INCLUDING THE POSSIBLE AGGREGATIONS AND LIMITATIONS THAT MAY APPLY AND THE FILING OF THE 1.199A-4(C)(2)(I) ANNUAL DISCLOSURE STATEMENT.

SCHEDULE K-1 SECTION 199A ITEMS, BOX 17
CODE V

DESCRIPTION	AMOUNT
TRADE OR BUSINESS	
ORDINARY INCOME(LOSS)	-440,953.
W-2 WAGES	941,287.
UNADJUSTED BASIS	1,184,437.

Shareholder Basis Worksheet

Shareholder Number: 2 Shareholder Name: GARY L. WEINER Shareholder ID Number: Ownership Percentage: 66.324533 %	Year Ended: DECEMBER 31, 2019 S Corporation Name: SAXON SHOES, INC. S Corporation ID Number: 54-0560987
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Stock Basis

1. a. Stock basis, beginning of year (Not less than zero)	0.	
b. Additional capital contributions		
2. Increases:		
a. Ordinary income from trade or business		
b. Net income from rental real estate activities		
c. Net income from other rental activities		
d. Net short-term capital gains		
e. Net long-term capital gains		
f. Other portfolio income		
g. Net gain under Section 1231		
h. Other income		
i. Tax exempt interest income		
j. Other tax-exempt income		
k. Section 179 recapture		
l. Depletion (other than oil and gas) in excess of basis		
m. Other increases:		
3. Total increases (Add lines 2(a) through 2(m))		
4. Total increases to stock basis (Add lines 1 and 3)		
5. Less: Distributions		
6. Subtract line 5 from line 4 (Not less than zero)		
7. Decreases:		
a. Ordinary losses from trade or business	440,953.	
b. Net losses from rental real estate activities		
c. Net losses from other rental activities		
d. Net short-term capital losses		
e. Net long-term capital losses		
f. Other portfolio losses		
g. Net losses under Section 1231		
h. Other deductions		
i. Charitable contributions	19,808.	
j. Section 179 expense deduction		
k. Deductions related to portfolio income (losses)		
l. Interest expense on investment debts		
m. Foreign taxes paid or accrued		
n. Section 59(e) expenditures		
o. Nondeductible expenses	8,882.	
p. Oil and gas depletion		
q. Other decreases:		
r. Disallowed prior year's losses and deductions		469,643.
		699,458.
8. Total decreases (Add lines 7(a) through 7(r))		1,169,101.
9. Net increases or decreases to basis (Subtract line 8 from line 6)		-1,169,101.
10. Less: Net increases applied to debt basis		
11. Stock basis, end of year (Subtract line 10 from line 9) (Not less than zero)		0.

Shareholder Basis Worksheet, Continued

Shareholder Number: 2	Year Ended: DECEMBER 31, 2019
Shareholder Name: GARY L. WEINER	Shareholder ID Number:

Debt Basis

12. Debt basis, beginning of year (Not less than zero)	0.
13. Loans made during the year	
14. Restoration of debt basis (from line 10)	
15. Subtotal (Add lines 13 and 14)	
16. Less: Loan repayments	
17. Gain from loan repayments	
18. Other adjustments:	
19. Subtotal (Combine lines 12, 15, 16, 17 and 18)	
20. Applied against excess loss and deductions	
21. Debt basis, end of year (Not less than zero)	0.
22. Total shareholder stock and debt basis, end of year (Add lines 11 and 21) (Not less than zero)	0.

Gain on Distributions

23. Distributions	
24. Less: Basis before distributions	
25. Enter excess of line 23 over line 24 (capital gain)	

Carryover

	Total Disallowed Losses	Debt Basis Applied Against Excess Losses and Deductions
26. Beginning of year	699,458.	1,000,000.
27. Add: Losses and deductions this year	469,643.	
28. Less: Applied this year		
29. Less: Excess nondeductible expenses		
30. End of year (Not less than zero)	1,169,101.	1,000,000.

PRINCIPAL AMOUNT OF DEBT OWED TO SHAREHOLDER, ADJUSTED FOR
LOANS MADE OR PAID DURING THE YEAR

1,000,000.

Allocation of Losses and Deductions

Shareholder Number: 2	Year Ended: DECEMBER 31, 2019
Shareholder Name: GARY L. WEINER	Shareholder ID Number:

	(a) Beginning of Year and Current Year Losses and Deductions	(b) %	(c) Allowable Losses and Deductions in Current Year	(d) Disallowed Losses and Deductions (Carryover to Next Year)
Ordinary losses from trade or business	1,120,499.	96.576508		1,120,499.
Net losses from rental real estate activities				
Net losses from other rental activities				
Net short-term capital losses				
Net long-term capital losses				
Other portfolio losses				
Net losses under Section 1231	437.	.037665		437.
Other deductions				
Charitable contributions	39,283.	3.385826		39,283.
Section 179 expense deduction				
Deductions related to portfolio income (losses)				
Interest expense on investment debts				
Foreign taxes paid or accrued				
Section 59(e) expenditures				
Other decreases				
Total deductible losses and deductions	1,160,219.	100.000000		1,160,219.
Nondeductible expenses	8,882.	100.000000		8,882.
Oil and gas depletion				
Total nondeductible expenses and oil and gas depletion	8,882.	100.000000		8,882.
Totals	1,169,101.			1,169,101.

2019

For calendar year 2019, or tax
year beginning _____
ending _____

OMB No. 1545-0123

► See separate instructions.

F	Shareholder's percentage of stock ownership for tax year	5.002933%
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*See attached statement for additional information.

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18345-11

SCHEDULE K-1

FOOTNOTES

INFORMATION TO CALCULATE THE POTENTIAL QUALIFIED BUSINESS INCOME DEDUCTION UNDER SECTION 199A IS BEING PROVIDED ON SCHEDULE K-1 AND SUPPORTING SCHEDULES WHERE APPLICABLE. THE POTENTIAL DEDUCTION IS SUBJECT TO VARIOUS LIMITATIONS COMPUTED ON AN INDIVIDUAL OWNER OR BENEFICIARY'S INCOME TAX RETURN. EACH TAXPAYER MUST DETERMINE THEIR ALLOWABLE DEDUCTION. PRESENTATION OF THE REQUIRED INFORMATION INDICATES NEITHER ALLOWANCE OF, NOR THE AMOUNT OF, ANY DEDUCTION.

QBI INCOME REPORTED IN THE STATEMENTS TO THIS K-1 HAS NOT BEEN REDUCED BY THE AMOUNT OF CHARITABLE CONTRIBUTIONS REPORTED ON THE FACE OF THE K-1. PLEASE CONSULT YOUR TAX ADVISOR REGARDING PROPER TREATMENT IN THE CALCULATION OF ANY POTENTIAL DEDUCTION UNDER IRC SECTION 199A.

SCHEDULE K-1

NONDEDUCTIBLE EXPENSES, BOX 16, CODE C

DESCRIPTION	AMOUNT	SHAREHOLDER FILING INSTRUCTIONS
EXCLUDED MEALS AND ENTERTAINMENT EXPENSES	102.	SEE SHAREHOLDERS INSTRUCTIONS
OFFICER LIFE INSURANCE	567.	
TOTAL	669.	

SCHEDULE K-1 SECTION 199A ADDITIONAL INFORMATION

THE SECTION 199A AMOUNTS TO BE USED IN THE CALCULATION OF THE QUALIFIED BUSINESS INCOME DEDUCTION ON YOUR 1040/1041 RETURN ARE REPORTED ON LINE 17, UNDER CODE V. PLEASE CONSULT YOUR TAX ADVISOR REGARDING THE CALCULATION OF QUALIFIED BUSINESS INCOME DEDUCTION, INCLUDING THE POSSIBLE AGGREGATIONS AND LIMITATIONS THAT MAY APPLY AND THE FILING OF THE 1.199A-4(C)(2)(I) ANNUAL DISCLOSURE STATEMENT.

SCHEDULE K-1 SECTION 199A ITEMS, BOX 17
CODE V

DESCRIPTION	AMOUNT
TRADE OR BUSINESS	
ORDINARY INCOME(LOSS)	-33,262.
W-2 WAGES	71,002.
UNADJUSTED BASIS	89,343.

Shareholder Basis Worksheet

Shareholder Number: 3 Shareholder Name: AMANDA P. WEINER Shareholder ID Number: Ownership Percentage: 5.002933 %	Year Ended: DECEMBER 31, 2019 S Corporation Name: SAXON SHOES, INC. S Corporation ID Number: 54-0560987
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Stock Basis

1. a. Stock basis, beginning of year (Not less than zero)	0.	
b. Additional capital contributions		
2. Increases:		
a. Ordinary income from trade or business		
b. Net income from rental real estate activities		
c. Net income from other rental activities		
d. Net short-term capital gains		
e. Net long-term capital gains		
f. Other portfolio income		
g. Net gain under Section 1231		
h. Other income		
i. Tax exempt interest income		
j. Other tax-exempt income		
k. Section 179 recapture		
l. Depletion (other than oil and gas) in excess of basis		
m. Other increases:		
3. Total increases (Add lines 2(a) through 2(m))		
4. Total increases to stock basis (Add lines 1 and 3)		
5. Less: Distributions		
6. Subtract line 5 from line 4 (Not less than zero)		
7. Decreases:		
a. Ordinary losses from trade or business	33,262.	
b. Net losses from rental real estate activities		
c. Net losses from other rental activities		
d. Net short-term capital losses		
e. Net long-term capital losses		
f. Other portfolio losses		
g. Net losses under Section 1231		
h. Other deductions		
i. Charitable contributions	1,495.	
j. Section 179 expense deduction		
k. Deductions related to portfolio income (losses)		
l. Interest expense on investment debts		
m. Foreign taxes paid or accrued		
n. Section 59(e) expenditures		
o. Nondeductible expenses	669.	
p. Oil and gas depletion		
q. Other decreases:		
r. Disallowed prior year's losses and deductions		35,426.
		247,677.
8. Total decreases (Add lines 7(a) through 7(r))		283,103.
9. Net increases or decreases to basis (Subtract line 8 from line 6)		-283,103.
10. Less: Net increases applied to debt basis		
11. Stock basis, end of year (Subtract line 10 from line 9) (Not less than zero)		0.

Shareholder Basis Worksheet, Continued

Shareholder Number: 3	Year Ended: DECEMBER 31, 2019
Shareholder Name: AMANDA P. WEINER	Shareholder ID Number:

Debt Basis

12. Debt basis, beginning of year (Not less than zero)	0.
13. Loans made during the year	
14. Restoration of debt basis (from line 10)	
15. Subtotal (Add lines 13 and 14)	
16. Less: Loan repayments	
17. Gain from loan repayments	
18. Other adjustments:	
19. Subtotal (Combine lines 12, 15, 16, 17 and 18)	
20. Applied against excess loss and deductions	
21. Debt basis, end of year (Not less than zero)	0.
22. Total shareholder stock and debt basis, end of year (Add lines 11 and 21) (Not less than zero)	0.

Gain on Distributions

23. Distributions	
24. Less: Basis before distributions	
25. Enter excess of line 23 over line 24 (capital gain)	

Carryover

	Total Disallowed Losses	Debt Basis Applied Against Excess Losses and Deductions
26. Beginning of year	247,677.	
27. Add: Losses and deductions this year	35,426.	
28. Less: Applied this year		
29. Less: Excess nondeductible expenses		
30. End of year (Not less than zero)	283,103.	

Allocation of Losses and Deductions

Shareholder Number: 3	Year Ended: DECEMBER 31, 2019
Shareholder Name: AMANDA P. WEINER	Shareholder ID Number:

	(a) Beginning of Year and Current Year Losses and Deductions	(b) %	(c) Allowable Losses and Deductions in Current Year	(d) Disallowed Losses and Deductions (Carryover to Next Year)
Ordinary losses from trade or business	175,834.	89.072719		175,834.
Net losses from rental real estate activities				
Net losses from other rental activities				
Net short-term capital losses				
Net long-term capital losses				
Other portfolio losses				
Net losses under Section 1231	78.	.039513		78.
Other deductions	1,416.	.717307		1,416.
Charitable contributions	11,059.	5.602188		11,059.
Section 179 expense deduction	9,018.	4.568273		9,018.
Deductions related to portfolio income (losses)				
Interest expense on investment debts				
Foreign taxes paid or accrued				
Section 59(e) expenditures				
Other decreases				
Total deductible losses and deductions	197,405.	100.000000		197,405.
Nondeductible expenses	85,698.	100.000000		85,698.
Oil and gas depletion				
Total nondeductible expenses and oil and gas depletion	85,698.	100.000000		85,698.
Totals	283,103.			283,103.

2019

For calendar year 2019, or tax
year beginning _____
ending _____

OMB No. 1545-0123

1	Ordinary business income (loss) – 33,262.	13	Credits
2	Net rental real estate inc (loss)		
3	Other net rental income (loss)		
4	Interest income		
5a	Ordinary dividends		
5b	Qualified dividends	14	Foreign transactions
6	Royalties		
7	Net short-term capital gain (loss)		
8a	Net long-term capital gain (loss)		
8b	Collectibles (28%) gain (loss)		
8c	Unrecaptured sec 1250 gain		
9	Net section 1231 gain (loss)		
10	Other income (loss)	15	Alternative min tax (AMT) items
		A	– 17.
		B	– 5.
11	Section 179 deduction	16	Items affecting shareholder basis
12	Other deductions	C *	671.
A	1,494.		
		17	Other information
		V *	STMT
18	<input type="checkbox"/> More than one activity for at-risk purposes*		
19	<input type="checkbox"/> More than one activity for passive activity purposes*		
*See attached statement for additional information.			

F Shareholder's percentage of stock ownership for tax year	5.002933%
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911271
11-15-19 LHA For Paperwork Reduction Act Notice, see Instructions for Form 1120-S. www.irs.gov/Form1120S Schedule K-1 (Form 1120-S) 2019

SCHEDULE K-1

FOOTNOTES

INFORMATION TO CALCULATE THE POTENTIAL QUALIFIED BUSINESS INCOME DEDUCTION UNDER SECTION 199A IS BEING PROVIDED ON SCHEDULE K-1 AND SUPPORTING SCHEDULES WHERE APPLICABLE. THE POTENTIAL DEDUCTION IS SUBJECT TO VARIOUS LIMITATIONS COMPUTED ON AN INDIVIDUAL OWNER OR BENEFICIARY'S INCOME TAX RETURN. EACH TAXPAYER MUST DETERMINE THEIR ALLOWABLE DEDUCTION. PRESENTATION OF THE REQUIRED INFORMATION INDICATES NEITHER ALLOWANCE OF, NOR THE AMOUNT OF, ANY DEDUCTION.

QBI INCOME REPORTED IN THE STATEMENTS TO THIS K-1 HAS NOT BEEN REDUCED BY THE AMOUNT OF CHARITABLE CONTRIBUTIONS REPORTED ON THE FACE OF THE K-1. PLEASE CONSULT YOUR TAX ADVISOR REGARDING PROPER TREATMENT IN THE CALCULATION OF ANY POTENTIAL DEDUCTION UNDER IRC SECTION 199A.

SCHEDULE K-1

NONDEDUCTIBLE EXPENSES, BOX 16, CODE C

DESCRIPTION	AMOUNT	SHAREHOLDER FILING INSTRUCTIONS
EXCLUDED MEALS AND ENTERTAINMENT EXPENSES	103.	SEE SHAREHOLDERS INSTRUCTIONS
OFFICER LIFE INSURANCE	568.	
TOTAL	671.	

SCHEDULE K-1 SECTION 199A ADDITIONAL INFORMATION

THE SECTION 199A AMOUNTS TO BE USED IN THE CALCULATION OF THE QUALIFIED BUSINESS INCOME DEDUCTION ON YOUR 1040/1041 RETURN ARE REPORTED ON LINE 17, UNDER CODE V. PLEASE CONSULT YOUR TAX ADVISOR REGARDING THE CALCULATION OF QUALIFIED BUSINESS INCOME DEDUCTION, INCLUDING THE POSSIBLE AGGREGATIONS AND LIMITATIONS THAT MAY APPLY AND THE FILING OF THE 1.199A-4(C)(2)(I) ANNUAL DISCLOSURE STATEMENT.

SCHEDULE K-1 SECTION 199A ITEMS, BOX 17
CODE V

DESCRIPTION	AMOUNT
TRADE OR BUSINESS	
ORDINARY INCOME(LOSS)	-33,262.
W-2 WAGES	71,003.
UNADJUSTED BASIS	89,344.

Shareholder Basis Worksheet

Shareholder Number: 4 Shareholder Name: CORY A. WEINER Shareholder ID Number: Ownership Percentage: 5.002933 %	Year Ended: DECEMBER 31, 2019 S Corporation Name: SAXON SHOES, INC. S Corporation ID Number: 54-0560987
---	--

Stock Basis

1. a. Stock basis, beginning of year (Not less than zero)	0.	
b. Additional capital contributions		
2. Increases:		
a. Ordinary income from trade or business		
b. Net income from rental real estate activities		
c. Net income from other rental activities		
d. Net short-term capital gains		
e. Net long-term capital gains		
f. Other portfolio income		
g. Net gain under Section 1231		
h. Other income		
i. Tax exempt interest income		
j. Other tax-exempt income		
k. Section 179 recapture		
l. Depletion (other than oil and gas) in excess of basis		
m. Other increases:		
3. Total increases (Add lines 2(a) through 2(m))		
4. Total increases to stock basis (Add lines 1 and 3)		
5. Less: Distributions		
6. Subtract line 5 from line 4 (Not less than zero)		
7. Decreases:		
a. Ordinary losses from trade or business	33,262.	
b. Net losses from rental real estate activities		
c. Net losses from other rental activities		
d. Net short-term capital losses		
e. Net long-term capital losses		
f. Other portfolio losses		
g. Net losses under Section 1231		
h. Other deductions		
i. Charitable contributions	1,494.	
j. Section 179 expense deduction		
k. Deductions related to portfolio income (losses)		
l. Interest expense on investment debts		
m. Foreign taxes paid or accrued		
n. Section 59(e) expenditures		
o. Nondeductible expenses	671.	
p. Oil and gas depletion		
q. Other decreases:		
		35,427.
r. Disallowed prior year's losses and deductions		239,977.
8. Total decreases (Add lines 7(a) through 7(r))		275,404.
9. Net increases or decreases to basis (Subtract line 8 from line 6)		-275,404.
10. Less: Net increases applied to debt basis		
11. Stock basis, end of year (Subtract line 10 from line 9) (Not less than zero)		0.

Shareholder Basis Worksheet, Continued

Shareholder Number: 4	Year Ended: DECEMBER 31, 2019
Shareholder Name: CORY A. WEINER	Shareholder ID Number:

Debt Basis

12. Debt basis, beginning of year (Not less than zero)	0.
13. Loans made during the year	
14. Restoration of debt basis (from line 10)	
15. Subtotal (Add lines 13 and 14)	
16. Less: Loan repayments	
17. Gain from loan repayments	
18. Other adjustments:	
19. Subtotal (Combine lines 12, 15, 16, 17 and 18)	
20. Applied against excess loss and deductions	
21. Debt basis, end of year (Not less than zero)	0.
22. Total shareholder stock and debt basis, end of year (Add lines 11 and 21) (Not less than zero)	0.

Gain on Distributions

23. Distributions	
24. Less: Basis before distributions	
25. Enter excess of line 23 over line 24 (capital gain)	

Carryover

	Total Disallowed Losses	Debt Basis Applied Against Excess Losses and Deductions
26. Beginning of year	239,977.	
27. Add: Losses and deductions this year	35,427.	
28. Less: Applied this year		
29. Less: Excess nondeductible expenses		
30. End of year (Not less than zero)	275,404.	

Allocation of Losses and Deductions

Shareholder Number: 4	Year Ended:
Shareholder Name: CORY A. WEINER	DECEMBER 31, 2019
	Shareholder ID Number:

	(a) Beginning of Year and Current Year Losses and Deductions	(b) %	(c) Allowable Losses and Deductions in Current Year	(d) Disallowed Losses and Deductions (Carryover to Next Year)
Ordinary losses from trade or business	175,835.	92.690114		175,835.
Net losses from rental real estate activities				
Net losses from other rental activities				
Net short-term capital losses				
Net long-term capital losses				
Other portfolio losses				
Net losses under Section 1231	78.	.041117		78.
Other deductions				
Charitable contributions	10,402.	5.483337		10,402.
Section 179 expense deduction	3,387.	1.785432		3,387.
Deductions related to portfolio income (losses)				
Interest expense on investment debts				
Foreign taxes paid or accrued				
Section 59(e) expenditures				
Other decreases				
Total deductible losses and deductions	189,702.	100.000000		189,702.
Nondeductible expenses	85,702.	100.000000		85,702.
Oil and gas depletion				
Total nondeductible expenses and oil and gas depletion	85,702.	100.000000		85,702.
Totals	275,404.			275,404.

671119

**Schedule K-1
(Form 1120-S)**

Department of the Treasury
Internal Revenue Service

2019

For calendar year 2019, or tax
year beginning _____
ending _____

☐ Final K-1

☐ Amended K-1

OMB No. 1545-0123

Shareholder's Share of Income, Deductions, Credits, etc. ▶ See separate instructions.

Part I Information About the Corporation		Part III Shareholder's Share of Current Year Income, Deductions, Credits, and Other Items	
A Corporation's employer identification number 54-0560987		1 Ordinary business income (loss) - 33,261.	13 Credits
B Corporation's name, address, city, state, and ZIP code SAXON SHOES, INC. 11800 WEST BROAD STREET #2750 RICHMOND, VA 23233		2 Net rental real estate inc (loss)	
		3 Other net rental income (loss)	
		4 Interest income	
C IRS Center where corporation filed return E-FILE		5a Ordinary dividends	
		5b Qualified dividends	14 Foreign transactions
		6 Royalties	
Part II Information About the Shareholder		7 Net short-term capital gain (loss)	
	D Shareholder's identifying number	8a Net long-term capital gain (loss)	
	E Shareholder's name, address, city, state and ZIP code EVAN S. WEINER 1702 BRIDGEWATER COURT MAIDENS, VA 23102	8b Collectibles (28%) gain (loss)	
F Shareholder's percentage of stock ownership for tax year 5.002933%		8c Unrecaptured sec 1250 gain	
		9 Net section 1231 gain (loss)	
		10 Other income (loss)	15 Alternative min tax (AMT) items A -17. B -5.
		11 Section 179 deduction	16 Items affecting shareholder basis C* 669.
		12 Other deductions A 1,494.	
For IRS Use Only			
		17 Other information V* STMT	
	18 <input type="checkbox"/> More than one activity for at-risk purposes*		
	19 <input type="checkbox"/> More than one activity for passive activity purposes*		

*See attached statement for additional information.

SCHEDULE K-1

FOOTNOTES

INFORMATION TO CALCULATE THE POTENTIAL QUALIFIED BUSINESS INCOME DEDUCTION UNDER SECTION 199A IS BEING PROVIDED ON SCHEDULE K-1 AND SUPPORTING SCHEDULES WHERE APPLICABLE. THE POTENTIAL DEDUCTION IS SUBJECT TO VARIOUS LIMITATIONS COMPUTED ON AN INDIVIDUAL OWNER OR BENEFICIARY'S INCOME TAX RETURN. EACH TAXPAYER MUST DETERMINE THEIR ALLOWABLE DEDUCTION. PRESENTATION OF THE REQUIRED INFORMATION INDICATES NEITHER ALLOWANCE OF, NOR THE AMOUNT OF, ANY DEDUCTION.

QBI INCOME REPORTED IN THE STATEMENTS TO THIS K-1 HAS NOT BEEN REDUCED BY THE AMOUNT OF CHARITABLE CONTRIBUTIONS REPORTED ON THE FACE OF THE K-1. PLEASE CONSULT YOUR TAX ADVISOR REGARDING PROPER TREATMENT IN THE CALCULATION OF ANY POTENTIAL DEDUCTION UNDER IRC SECTION 199A.

SCHEDULE K-1

NONDEDUCTIBLE EXPENSES, BOX 16, CODE C

DESCRIPTION	AMOUNT	SHAREHOLDER FILING INSTRUCTIONS
EXCLUDED MEALS AND ENTERTAINMENT EXPENSES	102.	SEE SHAREHOLDERS INSTRUCTIONS
OFFICER LIFE INSURANCE	567.	
TOTAL	669.	

SCHEDULE K-1 SECTION 199A ADDITIONAL INFORMATION

THE SECTION 199A AMOUNTS TO BE USED IN THE CALCULATION OF THE QUALIFIED BUSINESS INCOME DEDUCTION ON YOUR 1040/1041 RETURN ARE REPORTED ON LINE 17, UNDER CODE V. PLEASE CONSULT YOUR TAX ADVISOR REGARDING THE CALCULATION OF QUALIFIED BUSINESS INCOME DEDUCTION, INCLUDING THE POSSIBLE AGGREGATIONS AND LIMITATIONS THAT MAY APPLY AND THE FILING OF THE 1.199A-4(C)(2)(I) ANNUAL DISCLOSURE STATEMENT.

SCHEDULE K-1 SECTION 199A ITEMS, BOX 17
CODE V

DESCRIPTION	AMOUNT
TRADE OR BUSINESS	
ORDINARY INCOME(LOSS)	-33,261.
W-2 WAGES	71,002.
UNADJUSTED BASIS	89,343.

Shareholder Basis Worksheet

Shareholder Number: 5 Shareholder Name: EVAN S. WEINER Shareholder ID Number: Ownership Percentage: 5.002933 %	Year Ended: DECEMBER 31, 2019 S Corporation Name: SAXON SHOES, INC. S Corporation ID Number: 54-0560987
---	--

Stock Basis

1. a. Stock basis, beginning of year (Not less than zero)	0.	
b. Additional capital contributions		
2. Increases:		
a. Ordinary income from trade or business		
b. Net income from rental real estate activities		
c. Net income from other rental activities		
d. Net short-term capital gains		
e. Net long-term capital gains		
f. Other portfolio income		
g. Net gain under Section 1231		
h. Other income		
i. Tax exempt interest income		
j. Other tax-exempt income		
k. Section 179 recapture		
l. Depletion (other than oil and gas) in excess of basis		
m. Other increases:		
3. Total increases (Add lines 2(a) through 2(m))		
4. Total increases to stock basis (Add lines 1 and 3)		
5. Less: Distributions		
6. Subtract line 5 from line 4 (Not less than zero)		
7. Decreases:		
a. Ordinary losses from trade or business	33,261.	
b. Net losses from rental real estate activities		
c. Net losses from other rental activities		
d. Net short-term capital losses		
e. Net long-term capital losses		
f. Other portfolio losses		
g. Net losses under Section 1231		
h. Other deductions		
i. Charitable contributions	1,494.	
j. Section 179 expense deduction		
k. Deductions related to portfolio income (losses)		
l. Interest expense on investment debts		
m. Foreign taxes paid or accrued		
n. Section 59(e) expenditures		
o. Nondeductible expenses	669.	
p. Oil and gas depletion		
q. Other decreases:		
		35,424.
r. Disallowed prior year's losses and deductions		203,948.
8. Total decreases (Add lines 7(a) through 7(r))		239,372.
9. Net increases or decreases to basis (Subtract line 8 from line 6)		-239,372.
10. Less: Net increases applied to debt basis		
11. Stock basis, end of year (Subtract line 10 from line 9) (Not less than zero)		0.

Shareholder Basis Worksheet, Continued

Shareholder Number: 5	Year Ended: DECEMBER 31, 2019
Shareholder Name: EVAN S. WEINER	Shareholder ID Number:

Debt Basis

12. Debt basis, beginning of year (Not less than zero)	0.
13. Loans made during the year	
14. Restoration of debt basis (from line 10)	
15. Subtotal (Add lines 13 and 14)	
16. Less: Loan repayments	
17. Gain from loan repayments	
18. Other adjustments:	
19. Subtotal (Combine lines 12, 15, 16, 17 and 18)	
20. Applied against excess loss and deductions	
21. Debt basis, end of year (Not less than zero)	0.
22. Total shareholder stock and debt basis, end of year (Add lines 11 and 21) (Not less than zero)	0.

Gain on Distributions

23. Distributions	
24. Less: Basis before distributions	
25. Enter excess of line 23 over line 24 (capital gain)	

Carryover

	Total Disallowed Losses	Debt Basis Applied Against Excess Losses and Deductions
26. Beginning of year	203,948.	
27. Add: Losses and deductions this year	35,424.	
28. Less: Applied this year		
29. Less: Excess nondeductible expenses		
30. End of year (Not less than zero)	239,372.	

Allocation of Losses and Deductions

Shareholder Number: 5	Year Ended: DECEMBER 31, 2019
Shareholder Name: EVAN S. WEINER	Shareholder ID Number:

	(a) Beginning of Year and Current Year Losses and Deductions	(b) %	(c) Allowable Losses and Deductions in Current Year	(d) Disallowed Losses and Deductions (Carryover to Next Year)
Ordinary losses from trade or business	175,835.	95.657117		175,835.
Net losses from rental real estate activities				
Net losses from other rental activities				
Net short-term capital losses				
Net long-term capital losses				
Other portfolio losses				
Net losses under Section 1231	77.	.041889		77.
Other deductions				
Charitable contributions	5,125.	2.788084		5,125.
Section 179 expense deduction	2,781.	1.512910		2,781.
Deductions related to portfolio income (losses)				
Interest expense on investment debts				
Foreign taxes paid or accrued				
Section 59(e) expenditures				
Other decreases				
Total deductible losses and deductions	183,818.	100.000000		183,818.
Nondeductible expenses	55,554.	100.000000		55,554.
Oil and gas depletion				
Total nondeductible expenses and oil and gas depletion	55,554.	100.000000		55,554.
Totals	239,372.			239,372.

2019

For calendar year 2019, or tax
year beginning _____
ending _____

OMB No. 1545-0123

► See separate instructions.

A Corporation's employer identification number
54-0560987

SAXON SHOES, INC.
11800 WEST BROAD STREET #2750
RICHMOND, VA 23233

C IRS Center where corporation filed return
E-FILE

D Shareholder's identifying number

E Shareholder's name, address, city, state and ZIP code

AMC FBO WA CAFARO & AM CAFARO JR TR
ATTENTION WILL CAFARO 2445 BELMONT A
YOUNGSTOWN, OH 44504-0186

F	Shareholder's percentage of stock ownership for tax year	13.333333%
---	--	------------

1	Ordinary business income (loss) - 88,646.	13	Credits
2	Net rental real estate inc (loss)		
3	Other net rental income (loss)		
4	Interest income		
5a	Ordinary dividends		
5b	Qualified dividends	14	Foreign transactions
6	Royalties		
7	Net short-term capital gain (loss)		
8a	Net long-term capital gain (loss)		
8b	Collectibles (28%) gain (loss)		
8c	Unrecaptured sec 1250 gain		
9	Net section 1231 gain (loss)		
10	Other income (loss)	15	Alternative min tax (AMT) items - 45.
		A	
		B	- 12.
11	Section 179 deduction	16	Items affecting shareholder basis
12	Other deductions 3,982.	C*	1,786.
A			
		17	Other information
		V*	STMT
18	<input type="checkbox"/> More than one activity for at-risk purposes*		
19	<input type="checkbox"/> More than one activity for passive activity purposes*		
*See attached statement for additional information.			

*See attached statement for additional information.

SCHEDULE K-1

FOOTNOTES

INFORMATION TO CALCULATE THE POTENTIAL QUALIFIED BUSINESS INCOME DEDUCTION UNDER SECTION 199A IS BEING PROVIDED ON SCHEDULE K-1 AND SUPPORTING SCHEDULES WHERE APPLICABLE. THE POTENTIAL DEDUCTION IS SUBJECT TO VARIOUS LIMITATIONS COMPUTED ON AN INDIVIDUAL OWNER OR BENEFICIARY'S INCOME TAX RETURN. EACH TAXPAYER MUST DETERMINE THEIR ALLOWABLE DEDUCTION. PRESENTATION OF THE REQUIRED INFORMATION INDICATES NEITHER ALLOWANCE OF, NOR THE AMOUNT OF, ANY DEDUCTION.

QBI INCOME REPORTED IN THE STATEMENTS TO THIS K-1 HAS NOT BEEN REDUCED BY THE AMOUNT OF CHARITABLE CONTRIBUTIONS REPORTED ON THE FACE OF THE K-1. PLEASE CONSULT YOUR TAX ADVISOR REGARDING PROPER TREATMENT IN THE CALCULATION OF ANY POTENTIAL DEDUCTION UNDER IRC SECTION 199A.

SCHEDULE K-1

NONDEDUCTIBLE EXPENSES, BOX 16, CODE C

DESCRIPTION	AMOUNT	SHAREHOLDER FILING INSTRUCTIONS
EXCLUDED MEALS AND ENTERTAINMENT EXPENSES	274.	SEE SHAREHOLDERS INSTRUCTIONS
OFFICER LIFE INSURANCE	1,512.	
TOTAL	1,786.	

SCHEDULE K-1 SECTION 199A ADDITIONAL INFORMATION

THE SECTION 199A AMOUNTS TO BE USED IN THE CALCULATION OF THE QUALIFIED BUSINESS INCOME DEDUCTION ON YOUR 1040/1041 RETURN ARE REPORTED ON LINE 17, UNDER CODE V. PLEASE CONSULT YOUR TAX ADVISOR REGARDING THE CALCULATION OF QUALIFIED BUSINESS INCOME DEDUCTION, INCLUDING THE POSSIBLE AGGREGATIONS AND LIMITATIONS THAT MAY APPLY AND THE FILING OF THE 1.199A-4(C)(2)(I) ANNUAL DISCLOSURE STATEMENT.

SCHEDULE K-1 SECTION 199A ITEMS, BOX 17
CODE V

DESCRIPTION	AMOUNT
TRADE OR BUSINESS	
ORDINARY INCOME(LOSS)	-88,646.
W-2 WAGES	189,229.
UNADJUSTED BASIS	238,109.

Shareholder Basis Worksheet

Shareholder Number: 6 Shareholder Name: AMC FBO WA CAFARO & AM CAFARO JR TR J	Year Ended: DECEMBER 31, 2019 S Corporation Name: SAXON SHOES, INC.
Shareholder ID Number: Ownership Percentage: 13.333333 %	S Corporation ID Number: 54-0560987

Stock Basis

1. a. Stock basis, beginning of year (Not less than zero)	0.	
b. Additional capital contributions		
2. Increases:		
a. Ordinary income from trade or business		
b. Net income from rental real estate activities		
c. Net income from other rental activities		
d. Net short-term capital gains		
e. Net long-term capital gains		
f. Other portfolio income		
g. Net gain under Section 1231		
h. Other income		
i. Tax exempt interest income		
j. Other tax-exempt income		
k. Section 179 recapture		
l. Depletion (other than oil and gas) in excess of basis		
m. Other increases:		
3. Total increases (Add lines 2(a) through 2(m))		
4. Total increases to stock basis (Add lines 1 and 3)		
5. Less: Distributions		
6. Subtract line 5 from line 4 (Not less than zero)		
7. Decreases:		
a. Ordinary losses from trade or business	88,646.	
b. Net losses from rental real estate activities		
c. Net losses from other rental activities		
d. Net short-term capital losses		
e. Net long-term capital losses		
f. Other portfolio losses		
g. Net losses under Section 1231		
h. Other deductions		
i. Charitable contributions	3,982.	
j. Section 179 expense deduction		
k. Deductions related to portfolio income (losses)		
l. Interest expense on investment debts		
m. Foreign taxes paid or accrued		
n. Section 59(e) expenditures		
o. Nondeductible expenses	1,786.	
p. Oil and gas depletion		
q. Other decreases:		
		94,414.
r. Disallowed prior year's losses and deductions		148,816.
8. Total decreases (Add lines 7(a) through 7(r))		243,230.
9. Net increases or decreases to basis (Subtract line 8 from line 6)		-243,230.
10. Less: Net increases applied to debt basis		
11. Stock basis, end of year (Subtract line 10 from line 9) (Not less than zero)		0.

Shareholder Basis Worksheet, Continued

Shareholder Number: 6	Year Ended: DECEMBER 31, 2019
Shareholder Name: AMC FBO WA CAFARO & AM CAFARO JR TR J	Shareholder ID Number:

Debt Basis

12. Debt basis, beginning of year (Not less than zero)	0.
13. Loans made during the year	
14. Restoration of debt basis (from line 10)	
15. Subtotal (Add lines 13 and 14)	
16. Less: Loan repayments	
17. Gain from loan repayments	
18. Other adjustments:	
19. Subtotal (Combine lines 12, 15, 16, 17 and 18)	
20. Applied against excess loss and deductions	
21. Debt basis, end of year (Not less than zero)	0.
22. Total shareholder stock and debt basis, end of year (Add lines 11 and 21) (Not less than zero)	0.

Gain on Distributions

23. Distributions	
24. Less: Basis before distributions	
25. Enter excess of line 23 over line 24 (capital gain)	

Carryover

	Total Disallowed Losses	Debt Basis Applied Against Excess Losses and Deductions
26. Beginning of year	148,816.	225,449.
27. Add: Losses and deductions this year	94,414.	
28. Less: Applied this year		
29. Less: Excess nondeductible expenses		
30. End of year (Not less than zero)	243,230.	225,449.

PRINCIPAL AMOUNT OF DEBT OWED TO SHAREHOLDER, ADJUSTED FOR
LOANS MADE OR PAID DURING THE YEAR 500,000.

Allocation of Losses and Deductions

Shareholder Number: 6	Year Ended: DECEMBER 31, 2019
Shareholder Name: AMC FBO WA CAFARO & AM CAFARO JR TR J	Shareholder ID Number:

	(a) Beginning of Year and Current Year Losses and Deductions	(b) %	(c) Allowable Losses and Deductions in Current Year	(d) Disallowed Losses and Deductions (Carryover to Next Year)
Ordinary losses from trade or business	235,156.	97.395669		235,156.
Net losses from rental real estate activities				
Net losses from other rental activities				
Net short-term capital losses				
Net long-term capital losses				
Other portfolio losses				
Net losses under Section 1231				
Other deductions				
Charitable contributions	6,288.	2.604331		6,288.
Section 179 expense deduction				
Deductions related to portfolio income (losses)				
Interest expense on investment debts				
Foreign taxes paid or accrued				
Section 59(e) expenditures				
Other decreases				
Total deductible losses and deductions	241,444.	100.000000		241,444.
Nondeductible expenses	1,786.	100.000000		1,786.
Oil and gas depletion				
Total nondeductible expenses and oil and gas depletion	1,786.	100.000000		1,786.
Totals	243,230.			243,230.

2019

For calendar year 2019, or tax
year beginning _____
ending _____

OMB No. 1545-0123

► See separate instructions.

F	Shareholder's percentage of stock ownership for tax year	5.333335%
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*See attached statement for additional information.

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SCHEDULE K-1

FOOTNOTES

INFORMATION TO CALCULATE THE POTENTIAL QUALIFIED BUSINESS INCOME DEDUCTION UNDER SECTION 199A IS BEING PROVIDED ON SCHEDULE K-1 AND SUPPORTING SCHEDULES WHERE APPLICABLE. THE POTENTIAL DEDUCTION IS SUBJECT TO VARIOUS LIMITATIONS COMPUTED ON AN INDIVIDUAL OWNER OR BENEFICIARY'S INCOME TAX RETURN. EACH TAXPAYER MUST DETERMINE THEIR ALLOWABLE DEDUCTION. PRESENTATION OF THE REQUIRED INFORMATION INDICATES NEITHER ALLOWANCE OF, NOR THE AMOUNT OF, ANY DEDUCTION.

QBI INCOME REPORTED IN THE STATEMENTS TO THIS K-1 HAS NOT BEEN REDUCED BY THE AMOUNT OF CHARITABLE CONTRIBUTIONS REPORTED ON THE FACE OF THE K-1. PLEASE CONSULT YOUR TAX ADVISOR REGARDING PROPER TREATMENT IN THE CALCULATION OF ANY POTENTIAL DEDUCTION UNDER IRC SECTION 199A.

SCHEDULE K-1

NONDEDUCTIBLE EXPENSES, BOX 16, CODE C

DESCRIPTION	AMOUNT	SHAREHOLDER FILING INSTRUCTIONS
EXCLUDED MEALS AND ENTERTAINMENT EXPENSES	109.	SEE SHAREHOLDERS INSTRUCTIONS
OFFICER LIFE INSURANCE	605.	
TOTAL	714.	

SCHEDULE K-1 SECTION 199A ADDITIONAL INFORMATION

THE SECTION 199A AMOUNTS TO BE USED IN THE CALCULATION OF THE QUALIFIED BUSINESS INCOME DEDUCTION ON YOUR 1040/1041 RETURN ARE REPORTED ON LINE 17, UNDER CODE V. PLEASE CONSULT YOUR TAX ADVISOR REGARDING THE CALCULATION OF QUALIFIED BUSINESS INCOME DEDUCTION, INCLUDING THE POSSIBLE AGGREGATIONS AND LIMITATIONS THAT MAY APPLY AND THE FILING OF THE 1.199A-4(C)(2)(I) ANNUAL DISCLOSURE STATEMENT.

SCHEDULE K-1 SECTION 199A ITEMS, BOX 17
CODE V

DESCRIPTION	AMOUNT
TRADE OR BUSINESS	
ORDINARY INCOME(LOSS)	-35,458.
W-2 WAGES	75,691.
UNADJUSTED BASIS	95,244.

Shareholder Basis Worksheet

Shareholder Number: 7 Shareholder Name: BETH G. WEINER Shareholder ID Number: Ownership Percentage: 5.333335 %	Year Ended: DECEMBER 31, 2019 S Corporation Name: SAXON SHOES, INC. S Corporation ID Number: 54-0560987
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Stock Basis

1. a. Stock basis, beginning of year (Not less than zero)	0.	
b. Additional capital contributions		
2. Increases:		
a. Ordinary income from trade or business		
b. Net income from rental real estate activities		
c. Net income from other rental activities		
d. Net short-term capital gains		
e. Net long-term capital gains		
f. Other portfolio income		
g. Net gain under Section 1231		
h. Other income		
i. Tax exempt interest income		
j. Other tax-exempt income		
k. Section 179 recapture		
l. Depletion (other than oil and gas) in excess of basis		
m. Other increases:		
3. Total increases (Add lines 2(a) through 2(m))		
4. Total increases to stock basis (Add lines 1 and 3)		
5. Less: Distributions		
6. Subtract line 5 from line 4 (Not less than zero)		
7. Decreases:		
a. Ordinary losses from trade or business	35,458.	
b. Net losses from rental real estate activities		
c. Net losses from other rental activities		
d. Net short-term capital losses		
e. Net long-term capital losses		
f. Other portfolio losses		
g. Net losses under Section 1231		
h. Other deductions		
i. Charitable contributions	1,593.	
j. Section 179 expense deduction		
k. Deductions related to portfolio income (losses)		
l. Interest expense on investment debts		
m. Foreign taxes paid or accrued		
n. Section 59(e) expenditures		
o. Nondeductible expenses	714.	
p. Oil and gas depletion		
q. Other decreases:		
r. Disallowed prior year's losses and deductions		37,765.
8. Total decreases (Add lines 7(a) through 7(r))		37,765.
9. Net increases or decreases to basis (Subtract line 8 from line 6)		-37,765.
10. Less: Net increases applied to debt basis		
11. Stock basis, end of year (Subtract line 10 from line 9) (Not less than zero)		0.

Shareholder Basis Worksheet, Continued

Shareholder Number: 7	Year Ended: DECEMBER 31, 2019
Shareholder Name: BETH G. WEINER	Shareholder ID Number:

Debt Basis

12. Debt basis, beginning of year (Not less than zero)	0.
13. Loans made during the year	
14. Restoration of debt basis (from line 10)	
15. Subtotal (Add lines 13 and 14)	
16. Less: Loan repayments	
17. Gain from loan repayments	
18. Other adjustments:	
19. Subtotal (Combine lines 12, 15, 16, 17 and 18)	
20. Applied against excess loss and deductions	
21. Debt basis, end of year (Not less than zero)	0.
22. Total shareholder stock and debt basis, end of year (Add lines 11 and 21) (Not less than zero)	0.

Gain on Distributions

23. Distributions	
24. Less: Basis before distributions	
25. Enter excess of line 23 over line 24 (capital gain)	

Carryover

	Total Disallowed Losses	Debt Basis Applied Against Excess Losses and Deductions
26. Beginning of year		
27. Add: Losses and deductions this year	37,765.	
28. Less: Applied this year		
29. Less: Excess nondeductible expenses		
30. End of year (Not less than zero)	37,765.	

Allocation of Losses and Deductions

Shareholder Number: 7	Year Ended: DECEMBER 31, 2019
Shareholder Name: BETH G. WEINER	Shareholder ID Number:

	(a) Beginning of Year and Current Year Losses and Deductions	(b) %	(c) Allowable Losses and Deductions in Current Year	(d) Disallowed Losses and Deductions (Carryover to Next Year)
Ordinary losses from trade or business	35,458.	95.700521		35,458.
Net losses from rental real estate activities				
Net losses from other rental activities				
Net short-term capital losses				
Net long-term capital losses				
Other portfolio losses				
Net losses under Section 1231				
Other deductions				
Charitable contributions	1,593.	4.299479		1,593.
Section 179 expense deduction				
Deductions related to portfolio income (losses)				
Interest expense on investment debts				
Foreign taxes paid or accrued				
Section 59(e) expenditures				
Other decreases				
Total deductible losses and deductions	37,051.	100.000000		37,051.
Nondeductible expenses	714.	100.000000		714.
Oil and gas depletion				
Total nondeductible expenses and oil and gas depletion	714.	100.000000		714.
Totals	37,765.			37,765.

Balance Sheet
As of June 30, 2020
Jun 30, 20

ASSETS

Current Assets

Checking/Savings

10525 · Cash - Xenith	129,615.23
10900 · Cash in drawers	2,600.01
10950 · Petty Cash	200.16

Total Checking/Savings 132,415.40

Other Current Assets

11500 · Loans to employees	1,960.41
12100 · Inventory Asset	2,489,798.39
12800 · Prepaid expenses	63,308.53
19450 · Returned Checks	1,000.33

Total Other Current Assets 2,556,067.66

Total Current Assets 2,688,483.06

Fixed Assets

17000 · Furniture & Fixtures	641,336.78
17100 · Sequoia Vehicle	12,021.50
17150 · Sign	33,659.00
17300 · Computer Equipment	556,499.21
17330 · Intangible assets	290,702.22
17350 · Software	454,350.20
17370 · Startup Expenses	203,583.04
17480 · Leasehold Improvements	2,410,504.70
17500 · Accumulated depreciation	-2,854,662.49
17510 · Accumulated amortization	-423,932.05

Total Fixed Assets 1,324,062.11

Other Assets

19600 · Security Deposit	4,873.56
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Total Other Assets 4,873.56

TOTAL ASSETS 4,017,418.73

LIABILITIES & EQUITY

Liabilities

Current Liabilities

Accounts Payable

20700 · Accounts payable	946,359.22
20701 · Accounts Payable- Non-Inventory	331,666.54

Total Accounts Payable 1,278,025.76

Credit Cards

20710 · American Express	20,153.04
20730 · American Express - Corporate	12,806.66

Total Credit Cards 32,959.70

Other Current Liabilities

25393 · Note payable - Paypal	65,924.85
21700 · Garnishments W/H & payable	182.40
21800 · Employee fund	2,382.48

Accrual Basis

Balance Sheet

As of June 30, 2020

	Jun 30, 20
21900 · Accrued Wages	46,473.31
21950 · Accrued expenses	5,197.30
22000 · Payroll clearing	-33,946.32
22200 · Gift Certificates Outstanding	118,245.60
22300 · Sales Tax Payable	16,714.06
22400 · Customer Deposits	-744.98
Total Other Current Liabilities	220,428.70
Total Current Liabilities	1,531,414.16
Long Term Liabilities	
25275 · Note Payable-Gary & Beth 03/20	30,736.49
25300 · SBA PPP with Atlantic Union	300,800.00
25280 · Note Payable-Gary & Beth W 2020	51,104.51
25270 · Note Payable - Mull	400,000.00
25260 · Note Payable-Gary & Beth F2019	137,210.94
25250 · Note Payable-Gary & Beth W 2019	1,464,500.00
25240 · Note Payable-Gary & Beth W 2018	506,250.00
25152 · Note payable - Cafaro	503,333.34
25230 · Note Payable-Gary & Beth W 2017	503,333.34
Total Long Term Liabilities	3,897,268.62
Total Liabilities	5,428,682.78
Equity	
30700 · Common stock 2,000,000 sh	282,393.70
31500 · Retained earnings	-815,444.28
Net Income	-878,213.47
Total Equity	-1,411,264.05
TOTAL LIABILITIES & EQUITY	4,017,418.73

January through June 2020

	1	2	90	98	99
Ordinary Income/Expense					
Income					
40000 • Sales	1,254,473.17	307,934.61	0.00	39,327.06	0.00
Total Income	1,254,473.17	307,934.61	0.00	39,327.06	0.00
Cost of Goods Sold					
12130 • Finance Charges	3,537.02	1,352.14	0.00	0.00	275.00
50600 • Cost of goods sold	822,301.95	219,252.54	0.00	21,887.11	0.00
50625 • Cost of Good Sold - Adjustment	-10,879.15	-4,917.37	-211.50	-296.60	8,249.63
50655 • Purchase Discounts	-11,619.68	-1,928.03	0.00	0.00	-1.00
50700 • Shoe repairs	155.00	0.00	0.00	0.00	0.00
50800 • Freight	48,439.27	13,377.00	0.00	266.18	180.19
Total COGS	851,934.41	227,136.28	-211.50	21,856.69	8,703.82
Gross Profit	402,538.76	80,798.33	211.50	17,470.37	-8,703.82
Expense					
60500 • Advertising	60,376.45	3,862.20	100.00	0.00	3,619.88
60700 • Amortization	0.00	0.00	0.00	0.00	9,593.64
60800 • Automobile expense	0.00	0.00	0.00	0.00	913.46
60900 • Bank and credit card fees	141.98	30.00	0.00	102.97	1,086.80
60901 • Credit Card Processing Fees	23,457.70	5,089.48	0.00	1,033.93	0.00
61100 • Cash over/short	-99.26	568.86	0.00	200.00	0.00
61125 • Computer Contracts	0.00	0.00	0.00	0.00	27,542.23
61130 • Computer Expenses	0.00	0.00	0.00	268.99	661.16
61300 • Contract labor	182.00	0.00	0.00	0.00	0.00
62200 • Depreciation	26,164.26	31,366.56	226.32	14,187.24	9,945.96
62600 • Dues and subscriptions	-70.00	0.00	69.66	49.95	3,423.99
62700 • Employee Hiring Expenses	86.85	42.00	0.00	0.00	480.00
62900 • Equipment rental	1,790.10	1,790.10	0.00	0.00	0.00
63400 • HSA - Administrative fees	0.00	0.00	0.00	0.00	71.10
63900 • Insurance-group	4,090.81	-65.82	0.00	0.00	7,798.33
64200 • Insurance-general	3,656.46	1,567.04	0.00	0.00	9,065.41
64300 • Interest	0.00	0.00	0.00	0.00	107,445.62
65100 • Meals and entertainment	309.96	77.00	0.00	0.00	522.56
65600 • Office Supplies-Postage	477.00	413.16	0.00	400.00	1,962.79
65700 • Payroll processing fees	1,834.94	1,298.55	0.00	0.00	1,134.61
66000 • Payroll taxes	17,841.94	6,503.88	0.00	0.00	13,992.90
66300 • Profit sharing Administration	0.00	0.00	0.00	0.00	3,767.00
66500 • Professional fees	2,134.73	854.91	0.00	683.15	37,894.01
67000 • Rent	167,200.02	50,000.04	0.00	0.00	10,467.96
67200 • Repairs and maintenance	6,454.28	9,017.12	0.00	15.78	443.95
67400 • Salaries-officers	0.00	0.00	0.00	0.00	52,034.66
67500 • Salaries-others	210,291.92	68,734.96	0.00	0.00	124,257.88
68200 • Selling supplies	16,390.91	6,422.87	0.00	0.00	395.00
68600 • Taxes and licenses	69,534.97	18,733.07	111.69	0.00	5,162.24
68700 • Telecommunications	3,431.71	6,556.85	0.00	14.00	52,042.35
68900 • Travel	0.00	265.50	0.00	0.00	-201.91

January through June 2020

	1	2	90	98	99
69200 - Utilities	12,196.55	7,934.27	0.00	0.00	54.00
Total Expense	627,876.28	221,062.60	507.67	16,956.01	485,577.58
Net Ordinary Income	-225,337.52	-140,264.27	-296.17	514.36	-494,281.40
Other Income/Expense					
Other Income					
90197 - Sales tax discounts	0.00	120.68	17.00	0.00	0.00
90200 - Miscellaneous income	153.84	183.56	0.00	0.00	0.00
Total Other Income	153.84	304.24	17.00	0.00	0.00
Other Expense					
68500 - Physical inventory adjustment	5,714.52	4,294.80	0.00	0.00	0.00
90190.0 - Officer Life Insurance - Corp	0.00	0.00	0.00	0.00	5,670.60
90192.0 - Officer Health Ins - Corp	0.00	0.00	0.00	0.00	2,085.39
90193 - Charitable contributions	758.97	199.27	0.00	300.00	0.00
Total Other Expense	6,473.49	4,494.07	0.00	300.00	7,755.99
Net Other Income	-6,319.65	-4,189.83	17.00	-300.00	-7,755.99
Net Income	-231,657.17	-144,454.10	-279.17	214.36	-502,037.39

January through June 2020

	TOTAL
Ordinary Income/Expense	
Income	
40000 · Sales	1,601,734.84
Total Income	1,601,734.84
Cost of Goods Sold	
12130 · Finance Charges	5,164.16
50600 · Cost of goods sold	1,063,441.60
50625 · Cost of Good Sold - Adjustment	-8,054.99
50655 · Purchase Discounts	-13,548.71
50700 · Shoe repairs	155.00
50800 · Freight	62,262.64
Total COGS	1,109,419.70
Gross Profit	492,315.14
Expense	
60500 · Advertising	67,958.53
60700 · Amortization	9,593.64
60800 · Automobile expense	913.46
60900 · Bank and credit card fees	1,361.75
60901 · Credit Card Processing Fees	29,581.11
61100 · Cash over/short	669.60
61125 · Computer Contracts	27,542.23
61130 · Computer Expenses	930.15
61300 · Contract labor	182.00
62200 · Depreciation	81,890.34
62600 · Dues and subscriptions	3,473.60
62700 · Employee Hiring Expenses	608.85
62900 · Equipment rental	3,580.20
63400 · HSA - Administrative fees	71.10
63900 · Insurance-group	11,823.32
64200 · Insurance-general	14,288.91
64300 · Interest	107,445.62
65100 · Meals and entertainment	909.52
65600 · Office Supplies-Postage	3,252.95
65700 · Payroll processing fees	4,268.10
66000 · Payroll taxes	38,338.72
66300 · Profit sharing Administration	3,767.00
66500 · Professional fees	41,566.80
67000 · Rent	227,668.02
67200 · Repairs and maintenance	15,931.13
67400 · Salaries-officers	52,034.66
67500 · Salaries-others	403,284.76
68200 · Selling supplies	23,208.78
68600 · Taxes and licenses	93,541.97
68700 · Telecommunications	62,044.91
68900 · Travel	63.59

	TOTAL
69200 · Utilities	20,184.82
Total Expense	1,351,980.14
Net Ordinary Income	-859,665.00
Other Income/Expense	
Other Income	
90197 · Sales tax discounts	137.68
90200 · Miscellaneous income	337.40
Total Other Income	475.08
Other Expense	
68500 · Physical inventory adjustment	10,009.32
90190.0 · Officer Life Insurance - Corp	5,670.60
90192.0 · Officer Health Ins - Corp	2,085.39
90193 · Charitable contributions	1,258.24
Total Other Expense	19,023.55
Net Other Income	-18,548.47
Net Income	-878,213.47